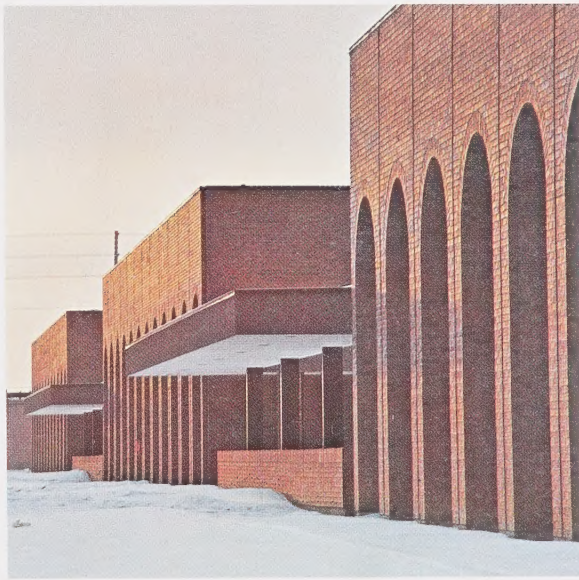


THE BRAMALEA GROUP

ANNUAL REPORT 1973



HIGHLIGHTS	1973	1972
Total revenue.....	\$ 71,315,667	\$ 78,406,626
Earnings for the year.....	\$ 3,307,487	\$ 1,990,549
Total assets.....	\$149,315,830	\$122,488,880
Shareholders' equity.....	\$ 28,019,181	\$ 23,164,245
Number of shares issued.....	7,123,114	6,256,779
Number of shareholders.....	4,935	5,006
Earnings per share.....	\$.49	\$.32
Funds provided from operations per share.....	\$ 2.39	\$ 1.76

- Revenue from Revenue-Producing Properties increased by 86 %
- Total assets increased by \$26,826,950
- Earnings for the year increased by 66 %
- Funds provided from operations increased by 46 %
- Bramalea City Centre opened; permanent financing completed
- Official Plan Amendment permits development of an additional 1,600 acres of the Company's land in Bramalea

Financial results presented in this report are based on a November 30 fiscal year. The comparative figures for prior years appearing in the consolidated financial statements and financial reviews and comparisons have been adjusted where necessary to reflect the change in presentation of the accounts of joint ventures as described in note 6, on page 32. Descriptions of events occurring after the end of the fiscal year are based on their status as at February 1, 1974.

BRAMALEA CONSOLIDATED DEVELOPMENTS LIMITED

Executive and General Offices:
1867 Yonge Street, Toronto, Ontario, Canada, M4S 1Y5

Officers:

John H. Taylor, Chairman of the Board
Alan F. B. Taylor,
Vice-Chairman of the Board
Arthur S. Armstrong, President and
Chief Executive Officer
Kenneth E. Field, Vice-President
Murray E. Hardisty, Vice-President
Frank W. Hearley, Vice-President
Reginald C. Winship,
Vice-President and Comptroller
Ernest K. Birmann, Vice-President
—Industrial Development
George E. Whyte, Secretary

Directors:

ARTHUR S. ARMSTRONG
Toronto, Canada
President and Chief Executive Officer

ROSS T. CLARKSON, Q.C.
Montreal, Canada
Partner—Laing, Weldon, Courtois,
Clarkson, Parsons, Gonthier
& Tetrault

SYDNEY C. COOPER, P.Eng.
Toronto, Canada
President—C. A. Pitts Engineering
Construction Limited

KENNETH E. FIELD, B.A., LL.B.
Toronto, Canada
Vice-President

EMERSON M. MILLER
Toronto, Canada
Special Advisor—Canada Permanent
Trust Company

TOM S. NEASE
Toronto, Canada
President—adidas (Canada) Limited

MICHAEL K. RIDLEY
London, England
Property Manager—The British &
Commonwealth Shipping
Company Limited

ALAN F. B. TAYLOR
Toronto, Canada
Chairman—C. & C. Yachts Limited

JOHN H. TAYLOR, B.Eng. (Civil)
Toronto, Canada
Chairman—North American Life
Assurance Company

THE RT. HON. LORD TWEEDSMUIR,
C.B.E., C.D., LL.D.
London, England
Chairman—The Advertising
Standards Authority

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PRESIDENT'S REPORT TO THE SHAREHOLDERS

Fiscal 1973 was a year of stimulating growth and further progress for The Bramalea Group. I am able once again to report an increase in earnings, which in 1973 rose to \$3,307,487, or 49¢ per share (on an increased number of shares) on a fully taxed basis, as compared to \$1,990,549, or 32¢ per share, in 1972. Funds provided from operations increased from \$1.76 per share to \$2.39. The book value of assets has now reached \$149,315,830, an increase of \$26,826,950 in the year.

Significant progress was made in the processing of the Company's raw acreage to a developable state, culminating in the approval in December 1973 of Official Plan Amendment 51 of the Township of Chinguacousy, by the Ontario Government. This amendment allows the urbanization of 1,600 acres of land, owned by the Company in Bramalea, and designated for residential use. Development approval of this acreage will provide the Company with an inventory of lots for a variety of housing for some years to come, and will have a major impact on the availability of homes in the Toronto area.

Also in 1973, Provincial Government approval of the draft plan for the first phase of 120 acres of the Amberlea development in the Town of Pickering was received, as was municipal approval of the draft plan for 216 acres of the Hanlon Park development in Guelph, Ontario. These developments, in new market areas for the Company, will provide substantial house-lot inventory for us in 1974 and beyond.

Whereas in 1972 the Company underwent an inventory liquidation program, in 1973 a strict control of

the stock of housing for sale was maintained. Nevertheless, The Bramalea Group residential construction activity produced 627 units for sale in the Toronto area and a total of 1,200 nationally. In addition, a consortium of Toronto-based builders, in which the Company is participating, built 1,006 single family houses in Bramalea.

The Company has continued its policy of adding commercial, industrial and residential revenue-producing properties to its portfolio. The most important addition, Bramalea City Centre, was opened in March 1973, and presently has 160 tenants, including three major department stores. The entire construction program was completed on schedule and within budget by Bramalea General Contracting (Peel) Limited and permanent financing of \$24 million was completed. A portion of the earnings from this Centre is included in the 1973 fiscal year; however, the full impact will not be felt until 1974.

The expansion of Pen Centre in St. Catharines will also contribute to increased earnings in 1974 from our shopping centre holdings. It should be noted that, in addition to the revenue-producing assets shown on the balance sheet, the Company operates and manages a further \$25 million worth of assets, at original cost, through leaseback arrangements.

During the year, the Company added to its revenue-producing property portfolio more than 360,000 square feet of industrial plant in Bramalea and in London, Ontario, and moved into its new head office at 1867 Yonge Street in Toronto. This latter building, owned by the Company, has 86,600 square feet available to others, and the bulk of it has been

leased. Additionally, we continued our production of rental residential accommodation, and now have 1,249 residential units occupied and under construction. The formation of Bradsil Leaseholds Limited is designed to enable the Company to pursue its industrial lease package operation aggressively in areas outside the Bramalea community.

Other development operations of The Bramalea Group in southern Ontario, Ottawa, Montreal, Edmonton, Calgary, Vancouver and London, England are progressing satisfactorily, as evidenced by the information provided elsewhere in this report. We are looking towards further expansion and increased profitability from these endeavors.

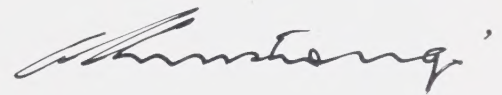
It should be noted that, in the interests of more informative disclosure, we have adopted a new method of presenting the accounts of our joint ventures. This change in presentation has created the necessity for rather lengthy notes to the financial statements, to which your attention is directed. It is apparent that our program of developing good joint venture relationships is now showing results, and we plan to strengthen and expand those relationships in the future.

The Company will continue to add to its revenue-producing property portfolio with a view to achieving a greater annual cash flow and stability in earnings. Concurrently with this activity, the Company will increase its production of housing lots in all areas under its development control in order to continue a strong house-building program for sale and rental. It will continue, through research and innovation, and in conjunction with

the real estate industry and governments at all levels, to attempt to provide acceptable shelter to a broader segment of the market than is possible at the present time.

We feel that 1973 was a significant year for The Bramalea Group in terms of earnings, progress in obtaining development approvals, continued restructuring of The Group's organization to provide more efficiency and control, the production of a strong revenue-producing property portfolio and the building of an increasingly knowledgeable and experienced management team.

We anticipate that, despite the prospect of continued high interest rates, construction material shortages and increased governmental regulation, the opportunities available will enable The Bramalea Group to move ahead strongly, and we expect to achieve a further gain in earnings in 1974.



BRAMALEA CONSOLIDATED DEVELOPMENTS LIMITED



Revenue-Producing Properties

The Company's revenue-producing property portfolio increased substantially during 1973, and additional projects now underway ensure that this expansion will continue in 1974.

Commercial – Retail

The largest single project in the Company's history, Bramalea City Centre, opened in March 1973. This regional shopping centre of 941,000 square feet is located in the 200-acre core area of Bramalea. This core is zoned to contain, when fully developed, an additional 344,000 square feet of retail space, 2,200 apartment suites in City Centre Village, 1,000 suites in the remainder of the core area, 1,000,000 square feet of office space and 350,000 square feet of hotel accommodation. The permanent financing for the shopping centre was completed in 1973.

Bramalea City Centre, with 160 stores and services, attracts a large and growing clientele from northwest Metropolitan Toronto, the Regional Municipality of Peel, and surrounding areas. Most of the stores are members of major national retail chains, including two supermarkets and three major department stores. The Centre also houses a triple cinema and an auditorium which is made available to community groups. These amenities, coupled with a number of restaurants, give it a social and recreational role in the community, complementing its conventional retail function.

During the year, two particularly important developments took place at the Company's Niagara Peninsula Shopping Centre, known as Pen Centre, in St. Catharines, Ontario. Eaton's opened a 120,000 square foot store, the third major department store at this regional shopping centre, and work began on an expansion and enclosure project that will make Pen Centre the largest climate-controlled, fully-enclosed mall shopping facility serving the Niagara Peninsula. These improvements, when completed in the late spring of 1974, will bring Pen

Centre to 874,300 square feet. Interim and permanent financing have been arranged for this expansion and enclosure.

Pen Centre is located on 60 acres of land and, in addition to the department stores, it includes a twin-auditorium theatre, a health club and 90 retail stores and offices.

Bramalea also operates four neighborhood and community shopping centres in southern Ontario, totalling 427,000 square feet. Their locations and individual sizes are shown in the accompanying table. All of the Company's shopping centres are managed by its wholly-owned subsidiary, LHI Limited.

Commercial – Office

The Company's first office building, at 1867 Yonge Street in north-central Toronto, was completed early in 1973. This 11-storey tower has 113,000 square feet of rentable area, a bank, a restaurant, an optician and three levels of underground parking for tenants. Bramalea moved its executive and general offices into this building in May, 1973. Despite the abundant supply of office space in Metropolitan Toronto, leasing of this building has progressed very well and at present the lease for the last available floor is under negotiation. The permanent financing for this office building was completed during 1973.



*Bramalea City Centre, Bramalea, far left
Southgate Village Shopping Centre, Bramalea, left
1867 Yonge Street, Toronto, above*



Industrial

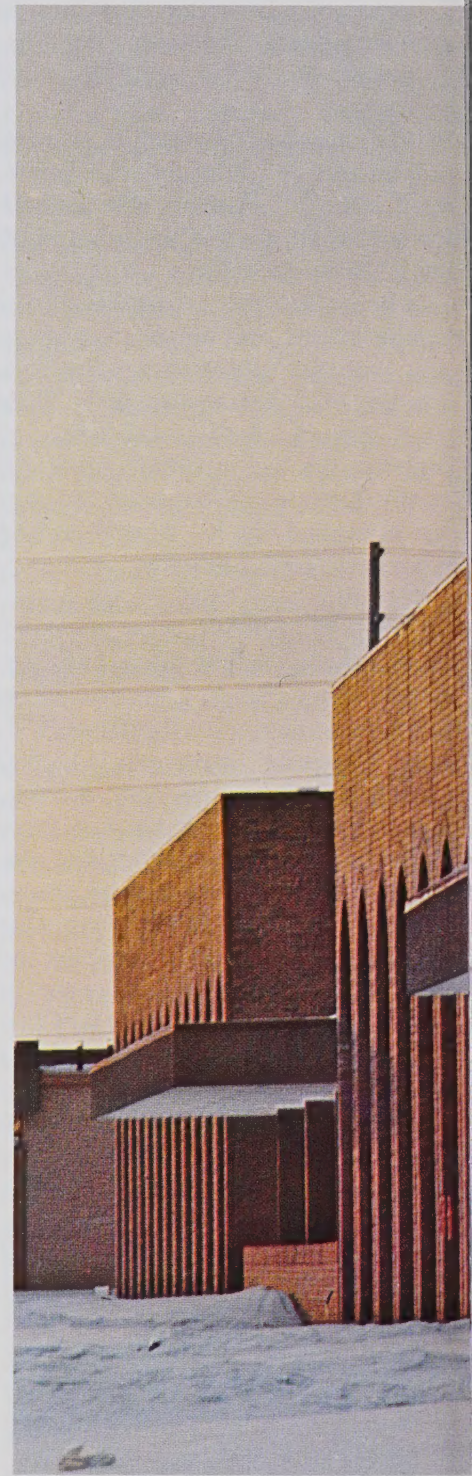
During 1973, the Industrial Development Division built three industrial buildings in Bramalea, all of which are now fully leased. Imco Containers (Canada) Limited occupied a 31,000 square foot building in March 1973, and International Paints Limited moved into a 40,700 square foot building in April 1973. Also, a multiple tenancy building was completed in the spring for the Company, and three tenants occupy this 90,500 square foot building. The permanent financing for these buildings was completed in 1973.

At November 30, 1973, the Company had a 98,000 square foot, multi-tenant building under construction for its revenue-producing property portfolio. The first tenant moved into this building in December 1973 and it is now over 50% leased. Construction of two 36,000 square foot buildings started in January 1974. Interim financing for these buildings has been arranged.

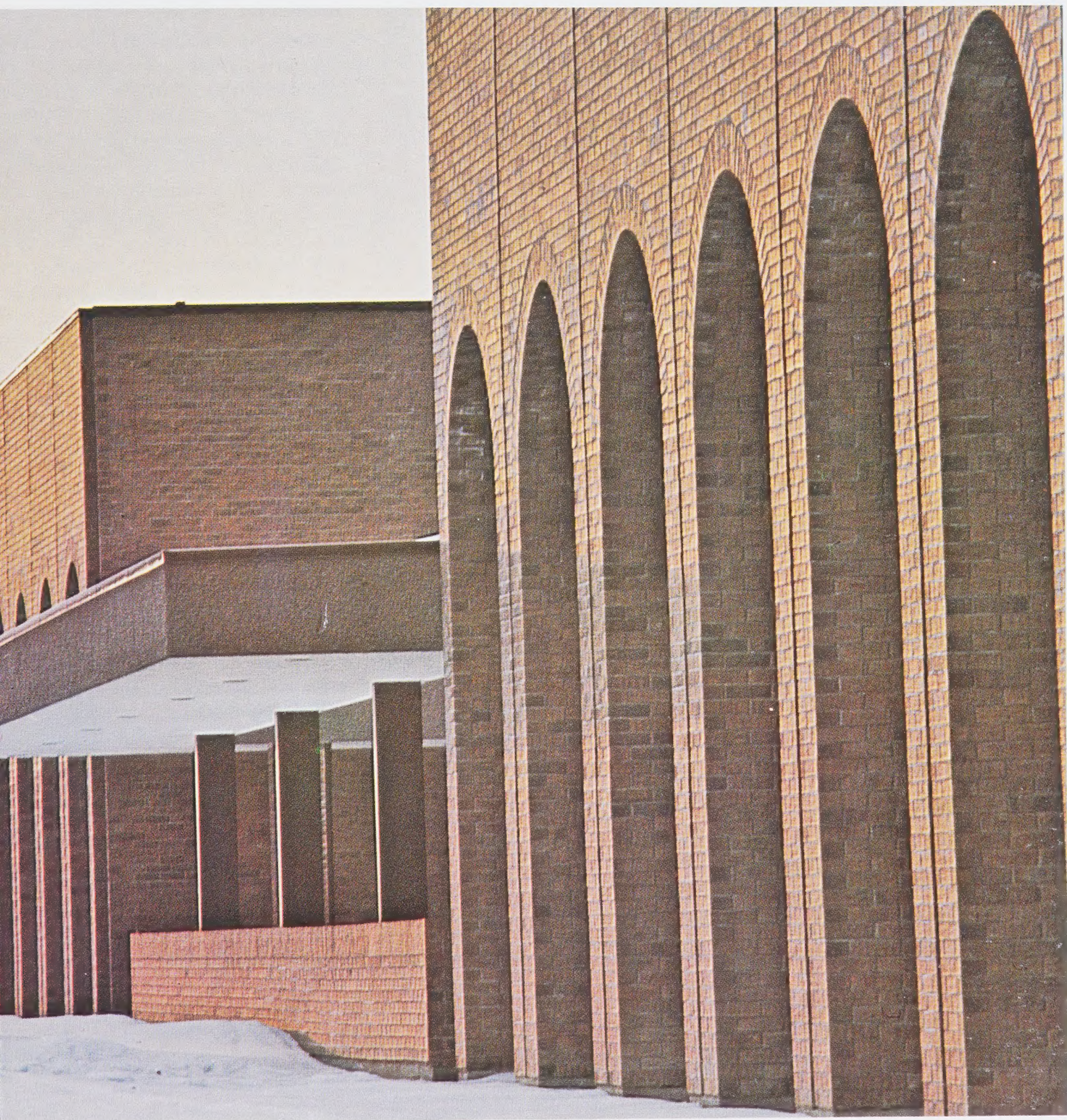
In 1973, simultaneously with selling its interest in the Robert Hunt Company Limited, the Company purchased Hunt's 200,000 square foot main plant in London, Ontario, and leased it back to Hunt.

At November 30, 1973, the Company had 12 industrial buildings, containing 732,200 square feet, in its revenue-producing property portfolio. A complete list of these buildings is included in the accompanying table.

The development of industrial revenue-producing properties will henceforth be carried out by Bradsil Leaseholds Limited, whose formation and operations are described more fully on page 14.



Multi-tenant industrial building, Bramalea





*York Square North, rental townhouses, North York, top
Folkstone Terrace, rental apartments, Bramalea, bottom*

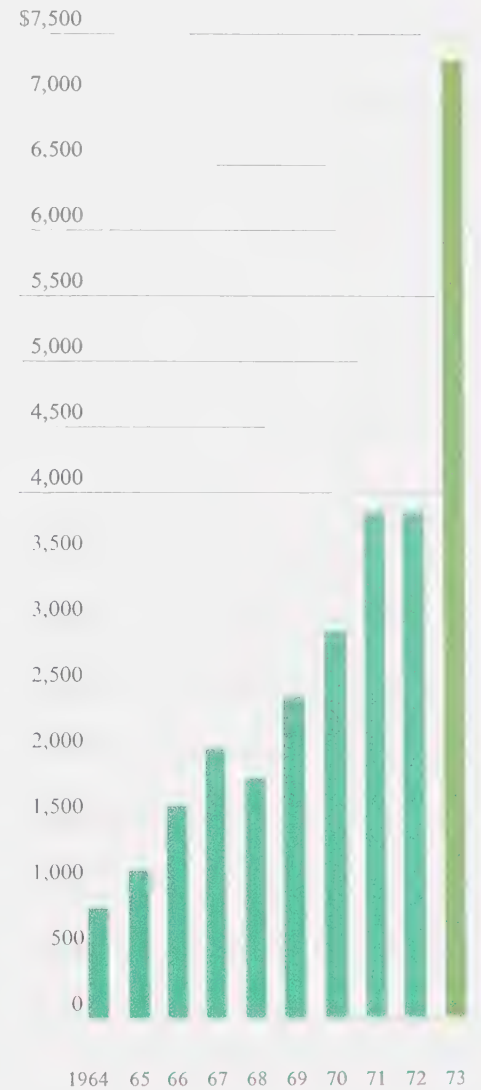
Residential

In 1973, the Residential Construction Division started construction of two apartment towers in the community of Bramalea's City Centre Village. This area, situated adjacent to the Bramalea City Centre shopping centre, will ultimately contain approximately 2,200 apartment suites, a \$1,500,000 recreation centre and a school. Occupancy of MacKenzie Tower, a 12-storey building containing 148 suites, will begin in May 1974, and the 212-suite Keiller Mackay Tower will be ready for occupancy in the fall of 1974. Bramalea General Contracting (Peel) Limited started construction of the recreation centre in February 1974. This complex, owned by the Company, will contain swimming and wading pools, squash and handball courts, saunas, a large multi-purpose room and a day care centre for pre-school children.

During the year, construction was begun on the final six buildings containing 114 apartment suites and a recreation centre, in the Company's Folkstone Terrace complex. Occupancy of the first building in this phase began in October 1973. This project in Bramalea, when completed in June 1974, will contain 183 suites in eight buildings, plus a recreation centre. The Folkstone Terrace concept of two-storey apartment units stacked three high, introduced approximately two years ago, is an innovative method of maximizing the economical use of land. Each of the two upper levels of units is served by an enclosed corridor along the outside of the buildings and by central elevator cores. Ground level units adjoin sidewalks.

With the completion of the apartment projects now being built, the Company's portfolio of multiple housing units will increase to 1,249 apartment suites and townhouse units in Bramalea, Pickering and Metropolitan Toronto. Rental projects are managed by the Company's wholly-owned subsidiary, Bramalea Management Corporation Limited. The projects are listed in the accompanying table.

	Location (all in Ontario)	Owned = O Leased = L	Rentable Area (Square Feet)	Number of Stores & Tenants	Number of Units
Commercial – Retail					
Bramalea City Centre	Bramalea	O	941,000	160	
Niagara Peninsula Shopping Centre	St. Catharines	L	874,300	95	
Harwood Place	Ajax	L	207,100	36	
Queenston Mall	Hamilton	L	150,200	30	
Royal Orchard Shopping Centre	Thornhill	O	42,800	10	
Southgate Village Shopping Centre	Bramalea	L	26,900	11	
			<u>2,242,300</u>		
Commercial—Office					
1867 Yonge Street	Toronto	O	<u>113,000</u>	11	
Industrial					
Tenant:					
Bramalea Leasing Corporation Limited	Bramalea	O	4,000	1	
Empire Maintenance Limited	Bramalea	O	42,000	1	
Robert Hunt Company Limited	London	O	200,000	1	
Imco Containers (Canada) Limited	Bramalea	O	31,000	1	
International Paints Limited	Bramalea	O	40,700	1	
Multiple tenancy	Bramalea	L	36,000	10	
Multiple tenancy	Bramalea	O	90,500	3	
Multiple tenancy*	Bramalea	O	98,000	2	
Palmer-Shile (Canada) Limited	Bramalea	O	30,000	1	
Root Wire Limited	Bramalea	O	24,000	1	
Shop Rite Catalogue Stores	Bramalea	L	68,000	1	
York Trading Limited	Bramalea	O	68,000	1	
			<u>732,200</u>		
Residential					
Apartments:					
Williamsquare	Bramalea	O			340
Folkstone Terrace	Bramalea	O			69
Folkstone Terrace*	Bramalea	O			114
MacKenzie Tower*	Bramalea	O			148
Keiller Mackay Tower*	Bramalea	O			212
Townhouses:					
Bramalea	Bramalea	O			101
Martingrove Estates	Etobicoke	O			77
Village By The Lake	Pickering	O			97
York Square North	North York	O			91
					<u>1,249</u>

REVENUE FROM
REVENUE-PRODUCING PROPERTIESINCOME IN
THOUSAND DOLLARS

*Under Construction

Land Development

The Land Development Division is responsible for the planning, zoning and servicing of the Company's lands and those of some of its affiliated companies and joint ventures.

In December 1973, Official Plan Amendment 51, covering approximately 2,030 acres of land in the then Township of Chinguacousy, in which Bramalea was located, received government approval. This amendment affects 1,600 acres of the Company's land, 943 of which are wholly-owned and 657 of which are owned by a joint venture in which the Company has a 50% interest. The amendment opens this acreage to urbanization, allowing the population of Bramalea to increase to a maximum of 125,000 people from its current 32,000. Draft plans of subdivision have been, or are being, processed to cover the Company's acreage released by Official Plan Amendment 51. These plans will permit the development of approximately 1,108 single family units, 966 semi-detached units, 946 low-rise multiple units and 4,193 mid-rise multiple units on the Company's wholly-owned land, and 932 single family units, 612 semi-detached units, 1,207 low-rise multiple units and 1,609 mid-rise multiple units on the jointly-owned lands. It is expected that plans covering approximately 1,200 acres, 600 wholly-owned and 600 jointly-owned, will be registered in the spring of 1974. Development and servicing of the first phases of these plans will begin shortly thereafter.

During 1973, additional lots and multiple family blocks were serviced in Bramalea as markets developed. The Residential Construction Division built on a number of these lots and blocks as detailed elsewhere in this report, and the Company also sold lots and blocks to other builders.

Two of the Company's residential land development projects were completed in 1973: the 100-acre Sheridan South development in Mississauga and a 50-acre development in Burlington.

During the year, the Company purchased two parcels of land in Alliston, Ontario and developed 40 acres containing 161 single family lots. The Residential Construction Division began building on 91 lots and the remaining 70 lots were sold to another builder. Services for the second site, containing 88 single family lots and 64 semi-detached lots,

were installed during 1973, and these lots will be marketed in the spring of 1974.

Currently, the Land Development Division, as manager, is actively processing plans of subdivision for approximately 400 acres of land situated in Pickering, Guelph and Unionville.



City Centre Village, Bramalea

Residential Construction

The Residential Construction Division built 610 single and semi-detached houses in Bramalea, Burlington, Mississauga, Unionville and Alliston in 1973. In addition, it began construction of three apartment projects in Bramalea for the Company.

The division built 359 single and semi-detached houses in Bramalea in the Company's Cumberland Manor and Portland Estates projects and sold 334 houses in these projects during the year. This building program will continue in 1974 as sales and inventory dictate.

In January 1974, construction of the 76-unit Greenmount Gardens patio home project was commenced in Bramalea. The homes in this project are situated on smaller than normal lots. The homebuyer will initially lease the land from the Company, but will have an option to buy after five years. The improved land use in this type of project results in lower priced housing.

The Residential Construction Division built 112 semi-detached houses in Rutland Estates in Mississauga during 1973. This joint venture is described on page 18.

Rutland Estates is near the proposed GO Train station in Malton, and the homes in the Bramalea projects will be linked by Dial-a-bus to the proposed Bramalea GO Train station.

In 1973, the Company built and sold 55 single family houses and also sold 29 from inventory, thus completing its Burlington Manor project in Burlington, Ontario.

In Alliston, Ontario, the division constructed 69 houses in Huntingdon Estates in 1973, and 42 of these were sold and occupied during the year. Offers to purchase have been accepted on the remaining 27 completed units and on an additional 22 houses under construction. This project is scheduled for completion by mid-1974.

Greenmount Gardens, Bramalea

	Number of Units in Inventory Nov. 30, 1972	Number of Units Built in the Year Ended Nov. 30, 1973	Number of Units Sold in the Year Ended Nov. 30, 1973	Number of Units in Inventory Nov. 30, 1973
Housing built by the Residential Construction Division				
Bramalea—				
Single and semi-detached houses	48	359	334	73
H.O.M.E. Plan condominium units	14	—	14	—
Mississauga—				
Single and semi-detached houses	13	—	13	—
Toronto—				
Condominium units	23	—	23	—
Burlington—				
Single and semi-detached houses	29	55	84	—
Alliston—				
Single family houses	—	69	42	27
	127	483	510	100
Housing built by Affiliated Companies and Joint Ventures				
Unionville—				
Single family houses	—	101	101	—
Vancouver—				
Condominium units	85	160	170	75
Edmonton—				
Condominium units	50	38	45	43
Montreal—				
Semi-detached houses	50	20	23	47
Mississauga—				
Semi-detached houses	—	112	80	32
Ottawa—				
Condominium units	—	286	178	108
Bramalea—				
Single family houses	—	1,006	814	192
	185	1,723	1,411	497
	312	2,206	1,921	597*

*Offers to purchase received and accepted to February 1, 1974 - 400



Industrial Development



The development of Bramalea Industrial Park accelerated during 1973. The Industrial Development Division had a successful year, having sold 164.8 acres of land to 19 industries. Ten of these industries occupied their buildings in 1973 and four more have buildings under construction. Also, five tenants occupied 162,200 square feet of industrial space in three buildings developed and leased by the Industrial Development Division, as detailed in the Revenue-Producing Properties section of this report. Since the year-end, another tenant occupied 42,500 square feet of a 98,000 square foot multiple tenancy building now being completed by the division. Three industries that had purchased sites in prior years occupied their premises in 1973, and 15 industries began or completed expansions of their buildings.

In March 1973, the size of Bramalea Industrial Park was increased by the registration of an additional 695 acres of land. The Park now contains 1,935 acres, of which 667 acres were unsold at November 30, 1973. Construction of 2,213,600 square feet of industrial building space was started or completed in 1973, increasing the square footage of buildings occupied or under construction in the Park to approximately 8,500,000. The 106 companies located in the Park employ about 12,800 people.

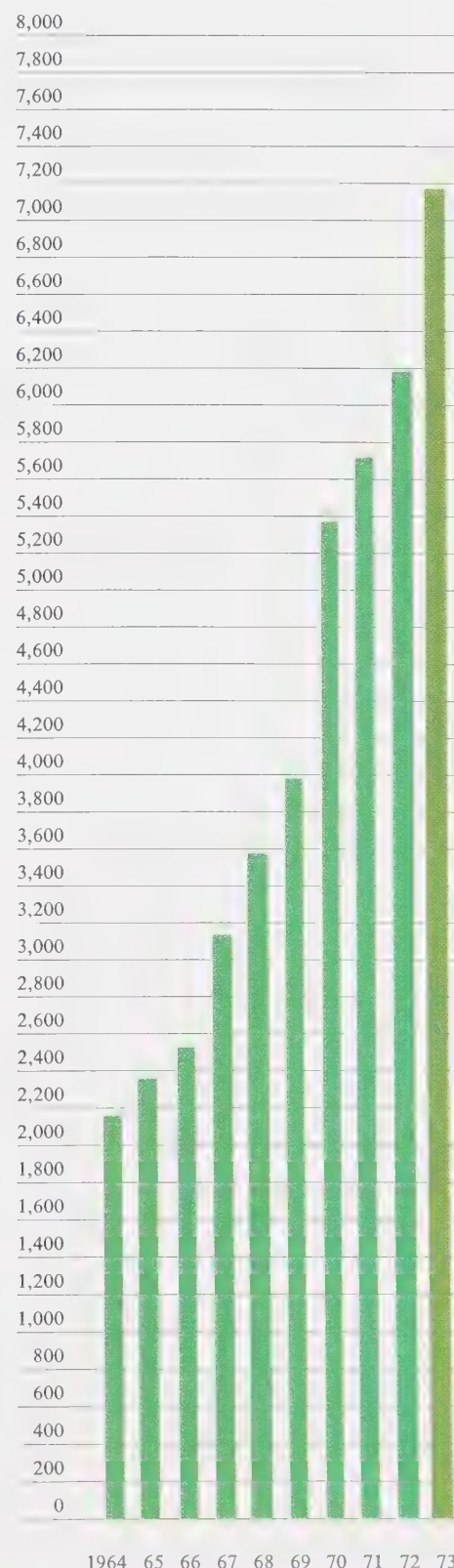
Thorco Manufacturing Limited, Bramalea, top
Aircraft Appliances & Equipment Limited, Bramalea, bottom



Company	Acres	Square Feet		
		Buildings Occupied	Under Construction Nov. 30, 1973	Construction Scheduled in 1974
Companies which purchased sites in Bramalea in 1973				
Aircraft Appliances & Equipment Limited (additional land)	3.0			
Anglo York Industrial Limited	18.7		330,000	
Artcraft of Montreal	4.8		67,000	
Battenfeld Machinery Limited	3.1			20,000
B. C. Polygrinders Limited	4.3	50,000		
J. Brockhouse & Co. (Canada) Ltd.	13.0	140,000		
Confederation Freezers Ltd.	5.7		50,000	
Everingham Brothers Limited	5.0	50,000		
F.B.M. Distillery Co. Ltd. (additional land)	1.4			
Gilbey Canada Ltd.	7.7	70,000		
Hudson's Bay Company Developments Limited	10.0	102,000		
S. S. Kresge Company Ltd.	53.4			890,000
Lumiray Manufacturing Inc.	7.4	58,000		
Moog-Canada Ltd.	7.5			50,000
Northern Hardware Distributors Limited	2.1	30,000		
Thorco Manufacturing Limited (additional land)	4.2	40,000		
Trophy Nuts Limited	1.1	10,000		
John Waddington Limited	3.0	20,000		
Weldwood of Canada Sales Limited	9.4		60,000	
	164.8	570,000	507,000	960,000
Companies which purchased sites in Bramalea in 1971 and 1972 and occupied their buildings in 1973				
Ampex of Canada Ltd.		50,000		
Viceroy Plastic Packages Limited		30,000		
Record Chemical Ltd.		20,000		
	—	100,000	—	—
Companies which completed or started additions to their buildings in 1973				
Besser Canada Limited			11,700	
Bucyrus Blades of Canada Ltd.		4,800		
Bundy of Canada Limited		4,700		
Canadian Velcro Limited			12,300	
Dominion Fence & Wire Products Limited			7,000	
F.B.M. Distillery Co. Ltd.		30,000	74,500	
Ford Motor Company of Canada Limited			300,000	
Hudson Bay Diecastings Limited			69,900	
Hydromatic Machines Limited		8,500		
Kitchens of Sara Lee (Canada) Ltd.		17,000		
Kord Plastics Ltd.			10,000	
LePages Limited		58,000		
Root Wire Limited		4,000		
Simmons Limited			134,000	
Wayne Sweeper Mfg. Canada Limited		30,000		
	—	157,000	619,400	—
Companies which leased buildings from Bramalea Consolidated Developments Limited in 1973				
Imco Containers (Canada) Limited		31,000		
International Paints Limited		40,700		
Multiple tenancy building (fully leased)		90,500		
Multiple tenancy building (50% leased)			98,000	
	—	162,200	98,000	—
	164.8	989,200	1,224,400	960,000

SQUARE FOOTAGE OF INDUSTRIAL BUILDINGS OCCUPIED

GROWTH IN SQUARE FEET (000's OMITTED)



SUBSIDIARY COMPANIES



*Civic Centre, Bramalea, built by Bramalea General Contracting (Peel) Limited, top
Pen Centre, St. Catharines, managed by L H I Limited, bottom*

Bramalea General Contracting (Peel) Limited

Late in 1973, Bramalea Consolidated Developments Limited acquired the 49% minority interest in Bramalea General Contracting (Peel) Limited, making it a wholly-owned subsidiary. This company is engaged in the construction of commercial, industrial, institutional and government buildings, and during 1973 it completed such projects as Bramalea City Centre, the Company's office building at 1867 Yonge Street, Toronto, a department store in Pen Centre, St. Catharines and a warehouse for Ontario Hydro. It is currently working on contracts totalling \$7,500,000.

Bradsil Leaseholds Limited

This company was incorporated in November 1973 as a wholly-owned subsidiary of Bramalea General Contracting (Peel) Limited. Bradsil Leaseholds Limited provides a complete package building service for industry, under which it designs, constructs, finances and sells or leases industrial buildings. This company will also continue the activities undertaken previously by the Company's Industrial Development Division.

Bramalea Leasing Corporation Limited

This wholly-owned subsidiary now operates two Tilden franchises, having sold a third after the fiscal year-end. It owns approximately 170 cars and trucks leased to clients under short and long term agreements.

Bramalea Management Corporation Limited

This wholly-owned property management company provides management and maintenance services for condominium and rental projects owned by the Company and others. At November 30, 1973 it was managing 2,287 rental and condominium residential units, in addition to the Company's industrial buildings and its head office building.

Bramalea Office Buildings Limited

This wholly-owned subsidiary is the leasing agent for the Company's head office building at 1867 Yonge Street, Toronto, and is also investigating additional office building opportunities in Toronto and other major cities.

Bramalea Overseas Developments Limited

This wholly-owned subsidiary is based in London, England. The model suites in the company's first project, a 15-unit luxury townhouse development, have been completed and marketing has begun.

Bramalea Trans-Canada Limited

This wholly-owned subsidiary has 50% interests in Bramalea-Calgary outlined on page 18, Dunhill-Bramalea Developments summarized on page 18 and in Bramalea-Edmonton whose operations are being phased out in 1974. The development and building projects undertaken by it in western Canada are now the responsibility of Bramalea Wescorp Developments Limited, as described on page 16 of this report.

Crown Colony Club Limited

Bramalea has a 63% interest in Crown Colony Club Limited, which owns

900 acres of land on Chub Cay in the Berry Islands, 35 miles northwest of Nassau, Bahamas. In 1972, the Club's hotel and harbor facilities were leased for 10 years to a company formed by some of the Club's original members. Additional information is provided in note 17(c) to the financial statements.

Hanlon Park Developments Limited

Bramalea has an 85% interest in Hanlon Park Developments Limited, which owns 242 acres of land in Guelph, Ontario. It is anticipated that final provincial approval for the first registered plan of subdivision will be received in the spring of 1974. This plan of subdivision covers 216 acres, on which there are 473 single family lots, blocks for approximately 330 townhouse units, a school site and parks, including a 65-acre conservation area. Development of this project is under Bramalea's management.

LHI Limited

In 1973, Bramalea acquired the balance of ownership of LHI Limited, in which it previously had a 51% interest. LHI Limited acts as developer, leasing agent and manager of shopping centres for Bramalea Consolidated Developments Limited and other companies.



Bramalea General Contracting (Peel) Limited head office, Bramalea

AFFILIATED COMPANIES(Incorporated Joint Ventures)

Bramalea Wescorp Developments Limited

Bramalea has a 50% interest in Bramalea Wescorp Developments Limited, which develops and manages the Company's projects in western Canada. During 1973, Bramalea Wescorp Developments Limited was actively engaged, on its own and through joint ventures, in five townhouse condominium projects in Vancouver and Edmonton.

In Vancouver, through the joint venture Dunhill-Bramalea Developments, 170 condominium townhouse units were sold during 1973. At present, Bramalea Wescorp has a 30-unit luxury condominium townhouse project under construction at Caulfeild Cove in West Vancouver. Occupancy of these townhouses began in December 1973, and the project is scheduled for completion in the spring of 1974. The company also has a 90-unit condominium townhouse project, Lymour Village, under construction in North Vancouver.

In Edmonton, through the Bramalea-Edmonton joint venture which is now 100% owned by the Company, Bramalea Wescorp sold 45 condominium townhouse units in the Grandin Village project during the year. Bramalea Wescorp has begun construction on the second phase of this development, with an additional 38 townhouse units expected to be completed by mid-summer 1974. During the year, Bramalea Wescorp sold a seven-acre residential site in Edmonton to another developer.

Bramalea Wescorp owns 28 acres of residential land and 87 acres of industrial land in Edmonton, and has a 50% interest in 185 acres of future residential land in Calgary, on which there has been no development to date.

Village In The Valley Limited Tallden Investments Limited

These companies, in which Bramalea has a 50% interest, and which are managed by Bramalea, were formed to develop land in Unionville, Ontario. They owned approximately 800 acres of land in this project, of which 150 acres have been developed to date. In 1973, Village In The Valley Limited sold 15 houses and also sold 339 serviced lots to other builders. It is participating in a joint venture for the construction and sale of the residential units in this development, and 86 houses were sold under this arrangement in 1973. Plans of subdivision for the development of additional land owned by Village In The Valley Limited and Tallden Investments Limited are being processed for government approval so that planned, orderly development can continue.

Bramalea Realty Limited

The Company has a 49% interest in Bramalea Realty Limited, which operates a network of 32 offices in central and western Ontario, including 12 opened in 1973. Bramalea Realty Limited employs over 200 licensed representatives, and is principally involved in resale real estate.

In addition, the company acts as rental agent on various apartment and townhouse projects, sells new homes for other builders and provides full mortgage and appraisal services for clients. The value of real estate sold by Bramalea Realty Limited in 1973 was in excess of \$60,000,000.

During 1973, the company opened its own training school in Bramalea for the education and training of new sales agents. It employs a full-time director of education who conducts refresher training programs at several of the company's offices throughout Ontario.

The opening of offices in geographical areas not already served is anticipated during 1974, along with further expansion of its industrial, commercial and mortgage departments.

Domaine de Champvert Limitée

Bramalea manages and has a 50% interest in Domaine de Champvert Limitée. To date, this company has built, and sold or rented, 54 houses in its project in the Montreal south shore suburb of Longueuil. Another 31 houses are under construction.

Brama-Green Limited

Bramalea has a 50% interest in Brama-Green Limited, formed in 1969 to farm Company-owned undeveloped land in Bramalea. At present, this company is farming approximately 1,200 acres. Brama-Green Limited is operated and managed by Maple Leaf Mills Limited, which has the other 50% interest in this company.



Caulfeild Cove, West Vancouver

JOINT VENTURES (Unincorporated)

Amberlea

The Amberlea joint venture, managed and 60% owned by Bramalea Consolidated Developments Limited, owns 844 acres of land in the Town of Pickering, located on the eastern boundary of Metropolitan Toronto. This land borders on the Ontario Government's North Pickering Project, involving the creation of a major 'new town'. It is expected that the first plan of subdivision for Amberlea, containing 120 acres, will be registered in the fall of 1974, and servicing of the first phase will then start. This draft plan of subdivision, which has received provincial government approval, contains 589 single family and semi-detached units as well as school and park sites.

Phillips Farm

Bramalea is the manager of, and has a 50% interest in, this joint venture, which acquired 886 acres of land in Bramalea. Official Plan Amendment 51, previously referred to in this report and covering 657 acres of this land, has been approved. Registration of a plan of subdivision covering 600 acres is expected to be completed in the spring of 1974, at which time servicing will begin. This plan will contain a total of approximately 3,850 single family, semi-detached, townhouse and apartment units, as well as 10 sites for schools, churches, a neighborhood shopping centre and a service station.

Central Park Developments

Bramalea has a 33 $\frac{1}{3}$ % interest in this joint venture, a consortium of five major developers and builders active in the Metropolitan Toronto area. This joint venture is developing the Central Park area in Bramalea on leased land, under the H.O.M.E. (Home Ownership Made Easy) program of the Ontario Government. This innovative project introduced

new planning techniques to Canada, whereby homes are built on smaller lots, without the traditional restrictions concerning sideyards, and front and rear yard setbacks.

During 1973, Central Park Developments sold 814 houses. House construction is continuing, and this project, when completed, will contain 2,350 houses.

Rutland Estates

This joint venture, in which Bramalea has a 50% interest, is engaged in housebuilding in the Malton area of Mississauga, Ontario. The project is managed by Bramalea and the houses in Rutland Estates are built by the Company's Residential Construction Division. During the year, 112 semi-detached houses were built and 80 were sold. The balance of the houses planned for this project, an additional 86 semi-detached units, will be built in 1974.

Century Manor

In Ottawa, Bramalea and its joint venture partner Aselford-Martin have completed the first tower of the three-building Century Manor high-rise condominium project. This project, situated on an 11-acre site in the west end of Ottawa on Base Line Road, will contain 573 units, together with recreational facilities, when completed. In 1973, this joint venture, in which the Company has a 50% interest, sold 178 units, and sales of the remaining 13 in the first tower were completed early in 1974. The second tower is presently 80% finished, and offers to purchase have been accepted for approximately 60% of the units in this building. Construction of the third tower started in January, 1974.

Rothwell Farm

Bramalea and Aselford-Martin are equal partners in this joint venture,

which owns 241 acres of land in Cumberland Township in the Regional Municipality of Ottawa-Carleton. Development of this property, planned primarily to be residential, has not yet commenced.

Riverside Drive

The Company has an option to acquire a 27-acre site on Riverside Drive, in Ottawa. Plans for rezoning this site are proceeding and, if successful, will permit the construction of approximately 1,800 high-rise units.

Bramalea-Calgary

This joint venture, which is 50% owned by Bramalea Trans-Canada Limited and 50% owned by Bramalea Consolidated Developments Limited, owns 26 acres of land in Calgary. Development of this land has not commenced.

Dunhill-Bramalea Developments

Bramalea Trans-Canada Limited has a 50% interest in this joint venture, which built condominium townhouse projects in Vancouver and is now in the process of being phased out. During the year, the joint venture sold 170 condominium townhouse units.

Bradsil Contracting Company

Bramalea Leasing Corporation Limited has a 50% interest in this company, which has been engaged in specialized general contracting projects. In 1973, Bradsil Contracting Company completed such projects as a high-rise apartment building, a catalogue warehouse and a number of industrial buildings, including three for Bramalea. At November 30, 1973, the company was working on contracts having a total value of approximately \$6,800,000. When the contracts are completed, its construction activities will be handled by Bradsil Leaseholds Limited.



Central Park homes, Bramalea, top
Century Manor, Ottawa, bottom

THE BRAMALEA GROUP
LAND HOLDINGS

As at November 30, 1973

	<u>Acres</u>	<u>Bramalea Consolidated Developments Limited Interest %</u>
Bramalea.....	2,963	100 %
Bramalea.....	886	50 %
Pickering.....	844	60 %
Unionville.....	688	50 %
Guelph.....	242	85 %
Ottawa.....	241	50 %
Orangeville.....	200	50 %
Aurora.....	167	50 %
Alliston.....	50	100 %
Calgary.....	185	25 %
Calgary.....	26	100 %
Edmonton.....	115	50 %
Vancouver.....	8	100 %
Montreal.....	70	50 %
	<u>6,685</u>	

CORPORATE DIRECTORY

Parent Company

Bramalea Consolidated
Developments Limited
(Incorporated under the laws of
the Province of Ontario)

Divisions

Revenue-Producing Properties
Land Development
Residential Construction
Industrial Development

Subsidiary Companies

Bradsil Leaseholds Limited
Bramalea General Contracting
(Peel) Limited
Bramalea Leasing Corporation
Limited
Bramalea Management Corporation
Limited
Bramalea Office Buildings Limited
Bramalea Overseas Developments
Limited
Bramalea Trans-Canada Limited
Crown Colony Club Limited
Hanlon Park Developments Limited
LHI Limited (formerly Less-
Hipperson International Limited)

Affiliated Companies (Incorporated Joint Ventures)

Brama-Green Limited
Bramalea Realty Limited
Bramalea Wescorp Developments
Limited
Domaine de Champvert Limitée
Tallden Investments Limited
Village In The Valley Limited

Joint Ventures (Unincorporated)

Amberlea
Bradsil Contracting Company
Bramalea-Calgary
Bramalea-Edmonton
Central Park Developments
Century Manor
Dunhill-Bramalea Developments
Phillips Farm
Riverside Drive
Rothwell Farm
Rutland Estates

Trustee for Debentures

Canada Permanent Trust Company,
Toronto, Ontario, Canada

Registrars and Transfer Agents for Stock

Canada Permanent Trust Company,
Toronto, Ontario, Canada
Morgan Guaranty Trust Company
of New York, New York, U.S.A.

Stock Exchange Listing

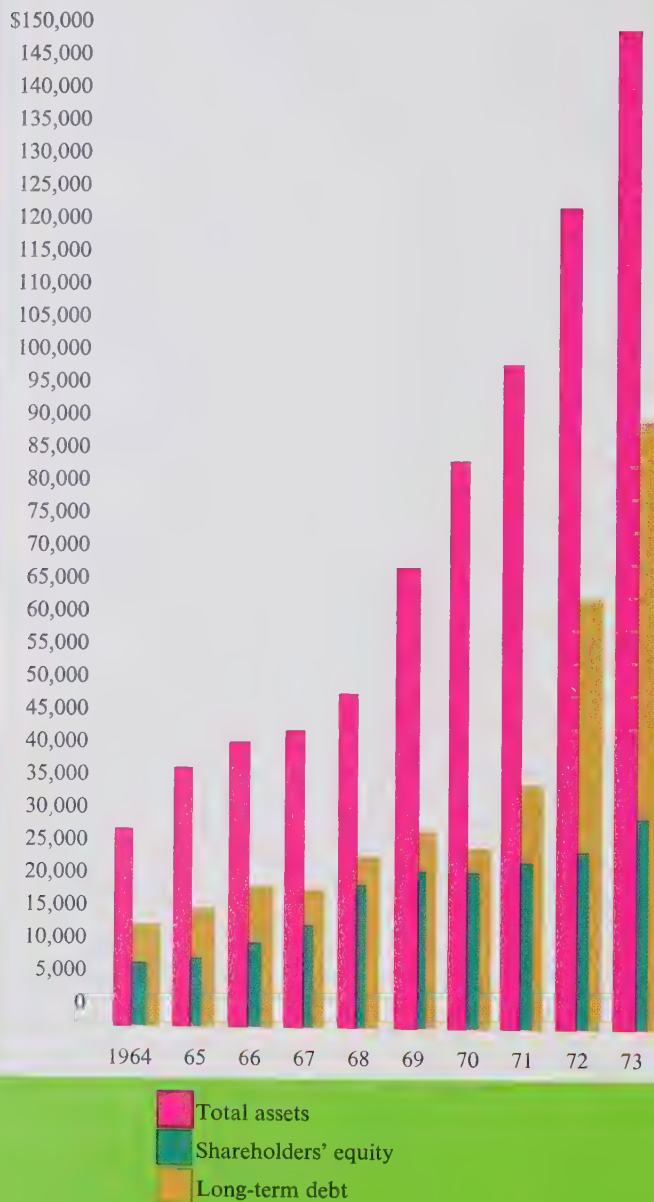
Toronto Stock Exchange

Auditors

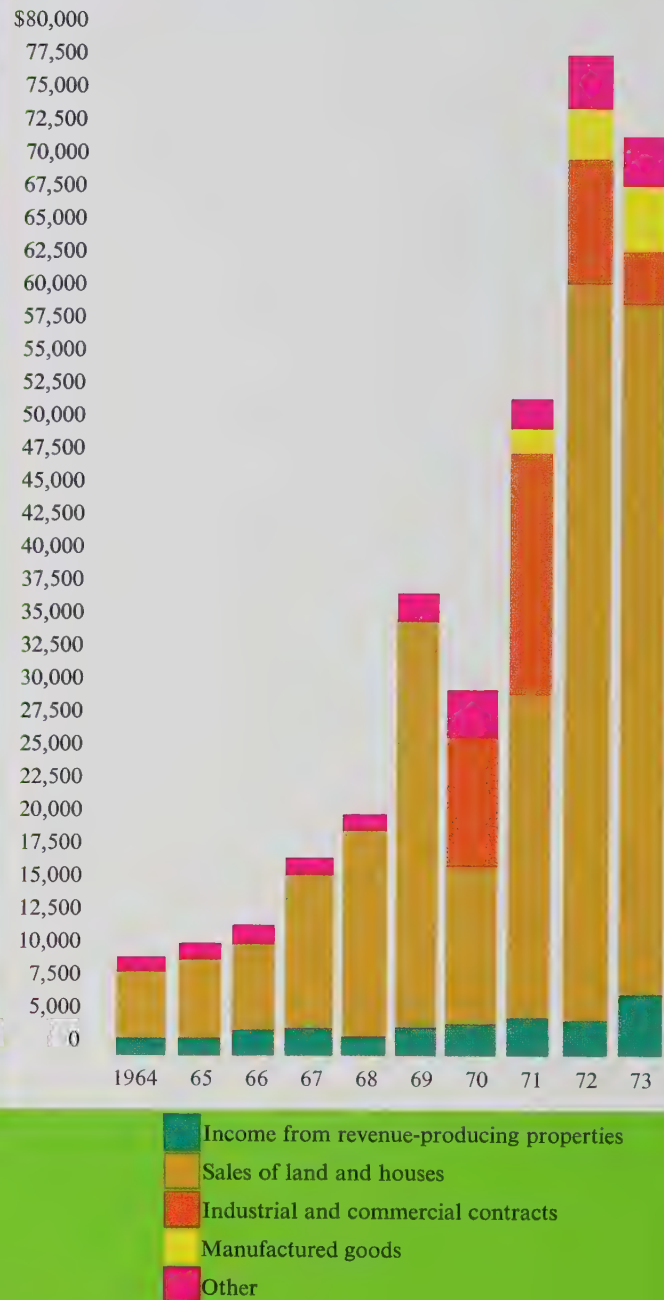
Coopers & Lybrand, Toronto,
Ontario, Canada

FINANCIAL REVIEWS AND COMPARISONS

**TOTAL ASSETS, SHAREHOLDERS' EQUITY
AND LONG-TERM DEBT (000's)**



REVENUES BY SOURCE (000's)



**Earnings (loss) as a
percentage of issued
capital stock***

	Net earnings (loss)	Percentage earned on investment
1964	\$ 434,099	3.84
1965	611,018	5.40
1966	795,993	7.04
1967	1,534,921	13.47
1968	1,540,386	11.21
1969	2,282,120	13.72
1970	(463,172)	(2.75)
1971	(58,436)	(.33)
1972	1,990,549	11.15
1973	3,307,487	18.11

*1964-1966 based on investment of \$11,309,849

1967-1973 based on the average investment during each year

**Earnings (loss) per share (adjusted for
the 5 for 1 stock split in
August 1968)****

	Net earnings (loss)*		Income taxes		Net earnings (loss) after income taxes*	
	Total	Per Share	Total	Per Share	Total	Per Share
1964	\$ 434,099	\$.10	\$ —	\$ —	\$ 434,099	\$.10
1965	611,018	.14	—	—	611,018	.14
1966	795,993	.18	—	—	795,993	.18
1967	2,294,921	.50	760,000	.17	1,534,921	.33
1968	3,429,386	.65	1,889,000	.36	1,540,386	.29
1969	5,358,520	.89	3,076,400	.51	2,282,120	.38
1970	(264,674)	(.05)	198,498	.03	(463,172)	(.08)
1971	244,394	.04	302,830	.05	(58,436)	(.01)
1972	4,130,040	.66	2,139,491	.34	1,990,549	.32
1973	7,050,487	1.05	3,743,000	.56	3,307,487	.49

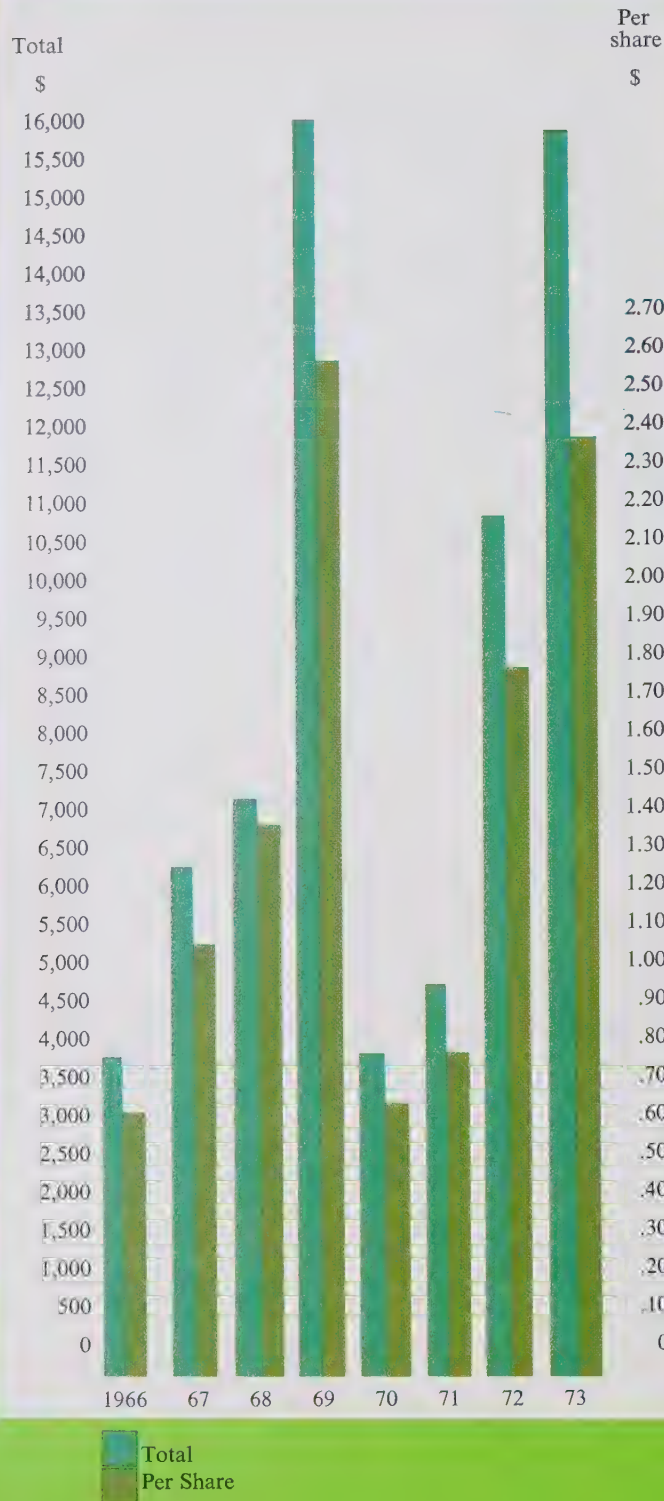
*after adjustment for minority interest

**1964-1966 based on 4,472,690 shares

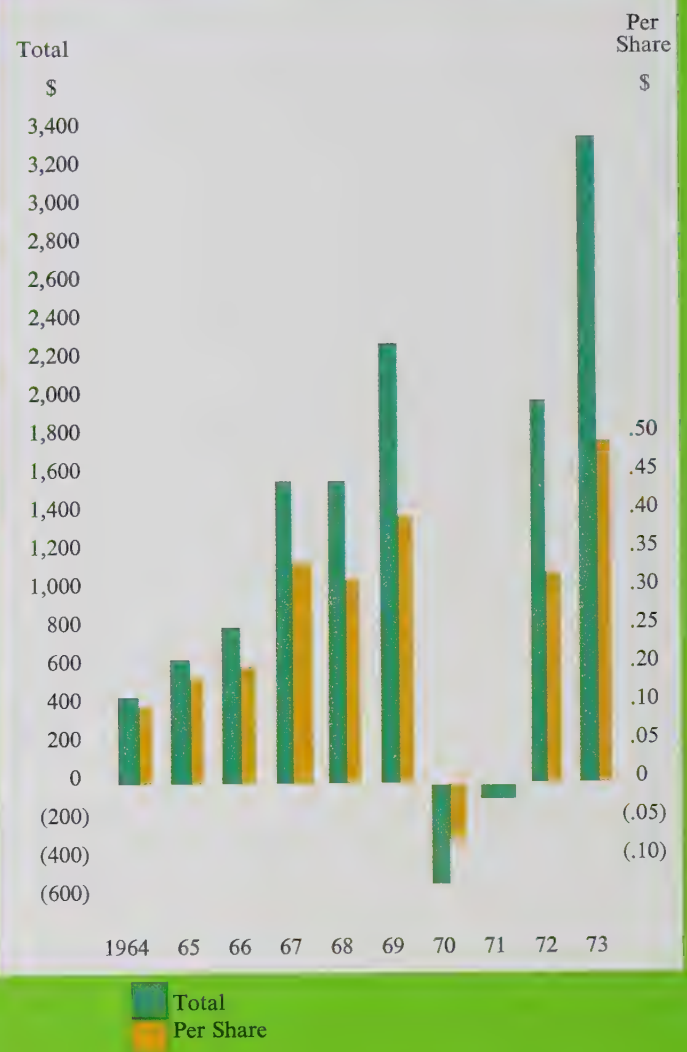
1967-1973 based on the weighted monthly average number of shares outstanding during each year

FINANCIAL REVIEWS AND COMPARISONS

CASH FLOW (000's)



EARNINGS (LOSS) AFTER INCOME TAXES (000's)



AUDITORS'
REPORT TO
THE SHAREHOLDERS

We have examined the consolidated balance sheet of Bramalea Consolidated Developments Limited and subsidiaries as at November 30, 1973 and the consolidated statements of earnings and retained earnings and source and use of funds for the year then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion these consolidated financial statements present fairly the financial position of the corporations as at November 30, 1973 and the results of their operations and the source and use of their funds for the year then ended, in accordance with generally accepted accounting principles applied, after giving retroactive effect to the change in presentation of the accounts of joint ventures, note 6, and except for the change in accounting for excess cost of shares over net assets of subsidiary corporations, note 8, with which changes we concur, on a basis consistent with that of the preceding year.



January 22, 1974
Toronto, Ontario

COOPERS & LYBRAND
Chartered Accountants

Bramalea Consolidated Developments Limited and Subsidiaries

CONSOLIDATED BALANCE SHEET

as at November 30, 1973

ASSETS	1973	1972 (note 6)
	\$	\$
Cash.....	1,211,630	1,102,046
Short-term notes—at cost.....	485,000	1,400,000
Accounts receivable (notes 2 and 9).....	6,372,250	10,004,177
Housing units (note 3).....	7,739,175	7,863,693
Land (notes 4 and 10)		
Under development.....	12,920,784	10,831,686
Held for future development.....	29,722,063	21,172,424
Mortgages, debentures and notes receivable (notes 5 and 9).....	19,373,661	15,882,463
Investments (notes 6, 9 and 18).....	11,144,322	10,440,818
Property and equipment (notes 7 and 10)		
Revenue-producing properties.....	53,964,462	37,742,866
Other property and equipment.....	2,475,945	2,833,437
Prepaid and deferred charges.....	3,023,575	2,662,610
Excess cost of shares over net assets of subsidiary corporations (note 8).....	882,963	552,660
	<u>149,315,830</u>	<u>122,488,880</u>

Approved on behalf of the Board



Director



Director

The accompanying notes are an integral part of these statements.

Bramalea Consolidated Developments Limited and Subsidiaries
**CONSOLIDATED STATEMENT OF SOURCE
AND USE OF FUNDS**
for the year ended November 30, 1973

	1973	1972
	\$	(note 6) \$
SOURCE OF FUNDS		
Funds provided from operations (note 16)	15,995,294	10,941,117
Sale (purchase) of short-term notes	915,000	(870,000)
Additional mortgage financing—net	27,870,869	28,990,641
Conversion of warrants (note 13)	1,547,449	76,818
Reduction of housing inventories	124,518	10,170,816
Increase (decrease) in mortgages on housing units	167,044	(7,512,188)
Income taxes recovered	—	559,906
	<u>46,620,174</u>	<u>42,357,110</u>
USE OF FUNDS		
Increase in land inventory	19,412,326	12,462,420
Additions to property and equipment	16,935,355	20,476,272
Increase in mortgages receivable	3,491,198	1,581,929
Reduction of (addition to) bank financing	4,128,920	(170,985)
Investments	1,505,115	4,315,671
Increase in deferred charges	1,135,758	1,449,959
Change in accounts receivable and accounts payable—net	11,502	2,241,844
	<u>46,620,174</u>	<u>42,357,110</u>
Funds provided from operations—per share (note 15)	<u>\$2.39</u>	<u>\$1.76</u>

Bramalea Consolidated
Developments Limited
and Subsidiaries
**NOTES TO CONSOLIDATED
FINANCIAL STATEMENTS**
for the year ended November 30, 1973

1. ACCOUNTING POLICIES

The Corporation is a member of the Canadian Institute of Public Real Estate Companies. The Corporation's accounting policies and its standards of financial disclosure are in accordance with the recommendations of that Institute in all material respects and with the findings of the research study on Accounting for Real Estate Development Operations published by the Canadian Institute of Chartered Accountants.

Principles of Consolidation:

The consolidated financial statements include:

- (i) the accounts of all corporations in which the Parent Corporation holds an interest of 51% or more;
- (ii) the Corporation's proportionate share of the individual assets, liabilities, revenue and expenses of unincorporated joint ventures;
- (iii) the Corporation's proportionate share of the individual revenue and expenses of incorporated joint ventures and the investment in these entities on a one-line basis.

Joint venture results are accounted for on an equity basis.

The excess cost of shares over net assets of subsidiary corporations is amortized over 20 years on a straight line basis.

Foreign Exchange:

The accounts of foreign subsidiaries have been translated into Canadian dollars on the following bases:

- (i) property interests and long-term debt—at the rates prevailing when assets were acquired or debt incurred;
- (ii) other assets and liabilities—at the rates prevailing at the date of the balance sheet;
- (iii) revenue and expense—at the average rate for the year.

Land Sales:

Revenue from the sale of land is recorded on closing, and the cost of sale is recorded at the average cost per saleable acre. No profit is recorded on conditional sales.

House Sales:

Revenue from the sale of a house is not recorded until the completed house is conveyed to the purchaser. At the same time, the cost, which is normally 95% to 100% actual and 0% to 5% estimated, is charged to cost of land and houses. Estimates are adjusted to actual as determined.

Rental Revenue:

Revenue from basic and percentage rentals is recorded as earned.

Industrial and Commercial Contracts:

Revenue from industrial and commercial contracts is recorded when individual contracts are substantially complete. A contract is considered substantially complete when actual cost exceeds 85% of total estimated cost.

Sale of Manufactured Goods:

Revenue is recognized when goods are sold (note 6).

Deferred Revenue:

Revenue is deferred on the following types of transactions:

- (i) sale and leaseback of revenue-producing properties. Profits or losses are included in earnings over the terms of the individual leases.
- (ii) sale of land. Profits are deferred until the guidelines established by the Ontario Securities Commission have been satisfied.

- (iii) second mortgages taken back on certain house sales. Interest discount is charged to cost of land and houses at the date of sale and is included in earnings as the mortgages are repaid.

Land:

Land is recorded at its original cost plus carrying charges. The cost of land is pro-rated over the saleable acreage. Development costs, which include costs for water and sewage systems, roads, sidewalks and street lighting systems, are allocated to the saleable acreage which benefits from the expenditure.

Capitalization of Costs:

Carrying charges, principally real estate taxes and applicable interest on both general and secured debt, are capitalized to land until it is developed or sold, and to housing units and revenue-producing properties during construction.

Depreciation and Amortization:

Revenue-Producing Properties;

Depreciation on completed buildings is recorded on a sinking fund basis over the following terms:

- (i) office building and shopping centres—50 years;
- (ii) industrial buildings, apartments and townhouses—40 years.

The sinking fund method provides a depreciation charge to income of an amount which increases annually, consisting of a fixed annual sum together with interest compounded at 5% per annum. This charge is sufficient to depreciate the buildings fully over their anticipated useful lives.

Other Property and Equipment;

Depreciation and amortization are recorded at a rate sufficient to write these assets off over their anticipated useful lives or over the terms of applicable leases.

2. ACCOUNTS RECEIVABLE

Accounts receivable consist of amounts due from:

	1973	1972
	\$	\$
Sale of land and houses.....	1,085,474	5,352,173
Industrial and commercial contracts.....	2,562,058	1,866,667
Other.....	2,724,718	2,785,337
	<u>6,372,250</u>	<u>10,004,177</u>

3. HOUSING UNITS

Housing units, at cost, completed and under construction consist of:

	1973		1972	
	Construction Costs	Land Costs	Total	Total
	\$	\$	\$	\$
Under contract of sale.....	2,814,300	973,146	3,787,446	4,245,260
Not under contract of sale.....	3,012,977	938,752	3,951,729	3,618,433
	<u>5,827,277</u>	<u>1,911,898</u>	<u>7,739,175</u>	<u>7,863,693</u>

At November 30, 1973 mortgages, bearing an average interest rate of 9½%, totalling \$3,601,051 (1972—\$3,434,007) were outstanding on housing units. As units are sold, the mortgage obligations are assumed by purchasers.

4. LAND

Land consists of:

	Under Development		Held for Future Development	
	1973	1972	1973	1972
	\$	\$	\$	\$
Land—at cost.....	3,794,315	3,844,122	25,110,613	17,415,358
Carrying charges.....	2,097,790	1,736,476	4,611,450	3,757,066
Development costs.....	7,028,679	5,251,088	—	—
	<u>12,920,784</u>	<u>10,831,686</u>	<u>29,722,063</u>	<u>21,172,424</u>

The unamortized balance of carrying charges consists of:

	Under Development		Held for Future Development	
	1973	1972	1973	1972
	\$	\$	\$	\$
Balance—beginning of year.....	1,736,476	1,642,530	3,757,066	2,743,609
Capitalized during the year.....	1,687,513	870,054	854,384	1,013,457
	<u>3,423,989</u>	<u>2,512,584</u>	<u>4,611,450</u>	<u>3,757,066</u>
Transfers to:				
Cost of sales.....	1,239,747	616,506	—	—
Other assets.....	86,452	159,602	—	—
	<u>1,326,199</u>	<u>776,108</u>	<u>—</u>	<u>—</u>
Balance—end of year.....	<u>2,097,790</u>	<u>1,736,476</u>	<u>4,611,450</u>	<u>3,757,066</u>

5. MORTGAGES, DEBENTURES AND NOTES RECEIVABLE

Mortgages, debentures and notes receivable consist of:

	Maturity Dates	1973 Average Interest Rates	1973	1972
			\$	\$
Mortgages and notes receivable (note 9).....	1974 to 1998	8%	16,812,565	13,169,655
Ontario Housing Corporation debenture (note 9).....	1984	6 $\frac{7}{8}$ %	2,561,096	2,712,808
			<u>19,373,661</u>	<u>15,882,463</u>

6. INVESTMENTS

Investments consist of:

	1973	1972
	\$	\$
Incorporated joint ventures:		
Shares—at cost.....	15,349	1,145,350
Share of earnings—equity basis.....	178,045	387,850
8% mortgage receivable—at cost (note 9).....	2,704,739	3,289,739
8% advances—at cost.....	2,538,438	821,455
	<u>5,436,571</u>	<u>5,644,394</u>
Unincorporated joint ventures:		
9% advances on behalf of joint venture participants—at cost:		
Shareholders of the Corporation who became shareholders during 1973.....	5,140,226	4,322,174
Other parties.....	567,525	474,250
	<u>5,707,751</u>	<u>4,796,424</u>
	<u>11,144,322</u>	<u>10,440,818</u>

On October 31, 1973, the Corporation sold its investment in the Robert Hunt Company Limited and Robert Hunt Mill Work Corporation Limited. Sales and related costs of manufactured goods included in the consolidated statement of earnings and retained earnings reflect the operations of these corporations for the eleven months ended October 31, 1973 and for the year ended November 30, 1972. The share cost in 1972 includes \$833,750 of excess cost of shares over net assets for these corporations.

The unincorporated joint venture participants have agreed to reimburse the Corporation for advances made on their behalf. The participants' share in the assets of these joint ventures is available to meet these obligations.

Change in presentation of the accounts of joint ventures:

In 1973 the Corporation changed its method of presenting the accounts of joint ventures to include in these consolidated financial statements:

- (i) the Corporation's proportionate share of the individual assets, liabilities, revenue and expenses of unincorporated joint ventures;
- (ii) the Corporation's proportionate share of the individual revenue and expenses of incorporated joint ventures and the investment in these entities on a one-line basis.

The Corporation previously presented its investment, and share of the results of operations for, incorporated and unincorporated joint ventures on a one-line basis. The change in presentation has no effect on earnings, as the Corporation continued to account for joint venture results on an equity basis. The effect of the change on the assets, liabilities, revenue and expenses included in these consolidated financial statements is reflected in note 18.

Comparative figures:

Certain 1972 figures have been reclassified to conform with the presentation used in the current year.

7. PROPERTY AND EQUIPMENT

These assets and related accumulated depreciation and amortization consist of:

	1973		1972	
	Cost	Accumulated Depreciation and Amortization	Net	Net
	\$	\$	\$	\$
Revenue-producing properties:				
Completed.....	49,837,830	1,355,995	48,481,835	18,689,904
Under Construction.....	5,482,627	—	5,482,627	19,052,962
	<u>55,320,457</u>	<u>1,355,995</u>	<u>53,964,462</u>	<u>37,742,866</u>
Other property and equipment..	4,638,953	2,163,008	2,475,945	2,833,437
	<u>59,959,410</u>	<u>3,519,003</u>	<u>56,440,407</u>	<u>40,576,303</u>

Costs to complete revenue-producing properties under construction are estimated at \$5,600,000 and interim financing has been arranged.

8. EXCESS COST OF SHARES OVER NET ASSETS OF SUBSIDIARY CORPORATIONS

The excess cost of shares over net assets of subsidiary corporations is recorded at cost less amortization of \$50,100.

During the year, the Corporation adopted the policy of amortizing the excess cost of shares over an appropriate period rather than recording this asset at cost. This change reduced earnings for the year by \$50,100.

9. SECURITY FOR BANK INDEBTEDNESS

The bank indebtedness is secured by floating charge debentures on all of the property and assets of the Corporation and by the following:

- (i) general assignment of the Corporation's accounts receivable (note 2);
- (ii) assignment of certain mortgages and notes receivable, included in note 5, amounting to \$9,306,500;
- (iii) annual receipts of principal and interest on the Ontario Housing Corporation debenture (note 5);
- (iv) mortgage receivable from a joint venture (note 6).

Subsequent to November 30, 1973 the Corporation obtained a release of the security described in (ii) above.

10. MORTGAGES AND NOTES PAYABLE

Mortgages and notes payable consist of:

	1973		1972	
	Maturity Dates	Average Interest Rates	\$	\$
Interim financing on certain revenue-producing properties under construction:				
Canadian Funds.....	1974	9%	2,617,329	2,560,950
United States Funds.....	—	—	—	14,639,375
(1973—Nil; 1972—US \$14,750,000)				
			2,617,329	17,200,325
Mortgages and notes on land:				
Canadian Funds.....	1974 to 1985	9%	13,802,102	7,714,740
United States Funds.....	1978	11%	8,752,750	6,252,750
(1973—US \$8,800,000; 1972—US \$6,300,000)				
Mortgages on revenue-producing properties:				
Canadian Funds.....	1974 to 2066	9%	19,498,142	12,195,734
United States Funds.....	1993	9%	24,000,000	—
(1973—US \$24,000,000; 1972—Nil)				
Other mortgages and notes payable (partially secured):				
Canadian Funds.....	1974 to 1983	10%	4,958,050	1,733,635
United States Funds.....	1974 to 1983	11%	4,477,639	5,137,959
(1973—US \$4,493,437; 1972—US \$5,145,520)				
			75,488,683	33,034,818
			78,106,012	50,235,143

Principal repayments due under the terms of the above obligations, apart from those relating to the interim financing on revenue-producing properties under construction, are as follows:

	\$
1974	5,619,682
1975	4,329,030
1976	1,214,224
1977	8,613,747
1978	15,086,578
Subsequent to 1978	40,625,422
	<u>75,488,683</u>

11. CONVERTIBLE DEBENTURES

The 7½% Convertible Debentures, Series A, due October 1, 1988 are secured by a Trust Indenture containing a first floating charge on the undertaking and all the property and assets of the Corporation. Under the Trust Indenture, a Sinking Fund for retirement of the Series A Debentures is to be established into which the Corporation must pay before October 1st in each of the years 1979 to 1987, inclusive, an amount equal to 6⅔% of the aggregate principal amount of the Series A Debentures outstanding on September 30, 1978.

The Series A Debentures are redeemable in whole or in part subject to the following two restrictions:

- (i) the Series A Debentures may not be called for redemption in whole or in part prior to October 1, 1978, unless and until the principal amount of the Series A Debentures converted into shares of the capital of the Corporation and/or purchased for cancellation shall total \$11,400,000;
- (ii) the Series A Debentures may not be called for redemption (otherwise than out of Sinking Fund monies) in whole or in part prior to October 1, 1983, as part of, or in anticipation of, any refunding operation involving the incurring of indebtedness at an interest rate of less than 7½% per annum.

Each of the Series A Debentures is convertible up to September 30, 1978, or up to the last full business day preceding the date specified for redemption of such Debenture, whichever is the earlier, into fully-paid and non-assessable common shares by applying the principal amount of such Debenture to the purchase of such shares at a price of \$7.92 per share. The Trust Indenture provides for adjustment of the conversion price if additional common shares are issued for a consideration less than \$7.92.

12. DEFERRED REVENUE

Deferred revenue consists of:

	1973	1972
	\$	\$
(i) unamortized profits on sales and leasebacks of revenue-producing properties. Lease commitments are included in note 17(a).....	555,765	574,264
(ii) deferred profit on land sales.....	156,266	898,665
(iii) discounted interest on second mortgages taken back on certain house sales.....	129,049	204,047
	<u>841,080</u>	<u>1,676,976</u>

13. CAPITAL STOCK

The Corporation's authorized capital consists of 12,500,000 common shares without par value. At November 30, 1973 7,123,114 (1972—6,256,779) shares were issued and fully-paid.

During the year, the Corporation issued the following common shares:

- (i) 848,335 shares on exercise of 154,461 warrants for \$1,547,449 cash;
- (ii) 18,000 shares on the fulfilment of certain conditions connected with the acquisition in 1971 of an incorporated joint venture.

At November 30, 1973 1,498,485 (1972—1,498,485) shares were reserved for conversion of the Convertible Debentures (note 11) and 188,750 (1972—198,650) were reserved for exercise of stock options. The outstanding stock options are exercisable at \$5.60 per share and expire as follows:

Expiry Date	Outstanding at November 30, 1972	Lapsed during the year	Outstanding at November 30, 1973
1973	9,900	9,900	—
1975	72,000	—	72,000
1978	116,750	—	116,750
	<u>198,650</u>	<u>9,900</u>	<u>188,750</u>

14. DIVIDEND RESTRICTION

The Trust Indenture under which the Convertible Debentures were issued provides that, so long as any Debentures are outstanding, the Corporation will not make any distribution which would have the effect of reducing consolidated retained earnings of the Corporation and its subsidiaries below \$1,000,000.

15. STATUTORY INFORMATION

Statutory information relating to the Corporation and its subsidiaries appears below:

	1973	1972
	\$	\$
(a) Remuneration paid to the Corporation's directors and senior officers, including directors holding salaried employment.....	517,978	422,269
(b) Depreciation and amortization:		
Revenue-producing properties.....	507,878	200,548
Other property and equipment.....	563,373	497,367
	<u>1,071,251</u>	<u>697,915</u>
(c) Interest expense:		
(i) Long-term debt:		
Revenue-producing properties.....	2,588,750	571,737
Interest.....	831,352	831,544
Expenses—other.....	63,640	80,264
	<u>3,483,742</u>	<u>1,483,545</u>
(ii) Other debt:		
Cost of land and houses.....	185,000	—
Interest.....	771,093	677,685
	<u>956,093</u>	<u>677,685</u>
	<u>4,439,835</u>	<u>2,161,230</u>
(d) Interest income:		
Revenue—other.....	1,216,089	1,027,562
(e) Earnings and funds provided from operations per share are based on the weighted monthly average number of shares outstanding during each year.		
(f) Fully diluted earnings per share are \$.45 for the year ended November 30, 1973.		

16. CONSOLIDATED STATEMENT OF SOURCE AND USE OF FUNDS

Funds provided from operations consist of:

	1973	1972
	\$	\$
Earnings for the year.....	3,307,487	1,990,549
Non-cash items included in earnings for the year:		
Depreciation.....	1,071,251	697,915
Land usage and related carrying charges and development costs incurred in prior years.....	7,937,693	6,251,277
Deferred income taxes.....	2,789,795	1,462,000
Amortization of deferred charges.....	774,793	611,880
Other.....	114,275	(72,504)
Funds provided from operations.....	<u>15,995,294</u>	<u>10,941,117</u>

17. COMMITMENTS AND CONTINGENCIES

- (a) The Corporation has commitments in respect of long-term leases of revenue-producing properties (expiring in the years to 2000) to make minimum annual rental payments of \$2,085,000 in each of the next 5 fiscal years.
- (b) The Corporation has guaranteed bank and mortgage indebtedness amounting to \$6,150,000 of certain joint ventures.

- (c) An action was brought in the Bahamas in 1972 against the Corporation and its subsidiary, Crown Colony Club Limited, for damages for alleged wrongful termination of a management contract. This action has been dismissed against Crown Colony Club Limited and it has obtained a judgment on its counterclaim in the action, but the amount of damages suffered by Crown Colony Club Limited has not yet been assessed by the Court. The Corporation is appealing an order permitting service on the Corporation outside the jurisdiction of the Bahamian Court. Although the appeal is unopposed, the Court has not yet found time to deal with the matter. If it becomes necessary, the Corporation will file a defence and will actively defend the action. Based upon the facts given to legal counsel by the Corporation, legal counsel is of the opinion that the action can be successfully defended.
- (d) The Corporation is a defendant in an action brought in The Supreme Court of Ontario for damages for an alleged breach of a contract of purchase and sale. Based upon the information received at this early stage in the action, legal counsel is of the opinion that there is no reason to concede any liability or to assume that the result of the action will adversely affect the financial position of the Corporation.

18. JOINT VENTURE ACCOUNTS

The effect of the change in the presentation of joint venture accounts, discussed in note 6, is reflected below.

The figures in the column entitled "Corporation's Interest" in the combined balance sheet of unincorporated joint ventures and the combined statement of earnings of joint ventures have been included in the individual captions of the consolidated balance sheet and the consolidated statement of earnings and retained earnings.

UNINCORPORATED JOINT VENTURES COMBINED BALANCE SHEET as at November 30, 1973

	1973		1972	
	Combined Total	Corporation's Interest	Combined Total	Corporation's Interest
	\$	\$	\$	\$
Assets				
Cash.....	1,783,408	657,042	355,794	175,385
Short-term notes.....	300,000	255,000	200,000	100,000
Accounts and mortgages receivable.....	4,658,990	2,207,288	1,491,334	590,513
Housing units.....	5,953,344	2,424,779	3,843,452	1,781,529
Land.....	32,301,788	17,437,050	14,848,412	8,942,252
	<u>44,997,530</u>	<u>22,981,159</u>	<u>20,738,992</u>	<u>11,589,679</u>
Liabilities				
Bank indebtedness.....	—	—	1,297,203	609,302
Accounts payable.....	4,949,842	2,174,187	1,946,493	808,517
Mortgages payable.....	15,924,190	7,628,267	3,958,821	2,100,776
	<u>20,874,032</u>	<u>9,802,454</u>	<u>7,202,517</u>	<u>3,518,595</u>
Participants' Equity				
Advances by the Corporation on behalf of joint venture participants (note 6).....	5,707,751	3,367,897	4,796,424	2,830,429
Participants' equity.....	18,415,747	9,810,808	8,740,051	5,240,655
	<u>24,123,498</u>	<u>13,178,705</u>	<u>13,536,475</u>	<u>8,071,084</u>
	<u>44,997,530</u>	<u>22,981,159</u>	<u>20,738,992</u>	<u>11,589,679</u>

18. JOINT VENTURE ACCOUNTS (CONT.)

UNINCORPORATED AND
INCORPORATED
JOINT VENTURESCOMBINED STATEMENT
OF EARNINGS

for the year ended November 30, 1973

	1973		1972	
	Combined Total	Corporation's Interest	Combined Total	Corporation's Interest
	\$	\$	\$	\$
Revenue				
Sale of land and houses.....	37,812,152	16,946,324	14,328,868	7,167,601
Industrial and commercial contracts.....	6,326,706	2,311,286	2,401,078	600,539
Sale of manufactured goods....	10,060,662	5,030,331	8,701,424	4,350,712
Other.....	2,458,091	1,264,650	1,119,637	467,775
	<u>56,657,611</u>	<u>25,552,591</u>	<u>26,551,007</u>	<u>12,586,627</u>
Expenses				
Cost of land and houses.....	32,669,693	14,933,957	12,578,540	6,318,426
Industrial and commercial contracts.....	5,662,054	2,030,993	2,154,680	527,340
Cost of manufactured goods....	8,558,666	4,279,333	6,907,850	3,453,925
Administrative.....	955,172	541,646	1,220,574	610,287
Other.....	2,460,538	1,211,200	674,344	331,575
	<u>50,306,123</u>	<u>22,997,129</u>	<u>23,535,988</u>	<u>11,241,553</u>
	<u>6,351,488</u>	<u>2,555,462</u>	<u>3,015,019</u>	<u>1,345,074</u>
Provision for income taxes.....	<u>1,215,738</u>	<u>607,869</u>	<u>722,851</u>	<u>361,427</u>
Earnings for the year.....	<u>5,135,750</u>	<u>1,947,593</u>	<u>2,292,168</u>	<u>983,647</u>

Transactions between the joint ventures and the Corporation, affecting its interest in the earnings of joint ventures, have been eliminated.

The combined statement of earnings reflects only income taxes applicable to the earnings of incorporated joint ventures.

The combined balance sheet of incorporated joint ventures is presented for the purpose of information. The figures in the column entitled "Corporation's Interest" have not been included in the consolidated balance sheet.

INCORPORATED
JOINT VENTURES

COMBINED BALANCE SHEET
as at November 30, 1973

	1973		1972	
	Combined Total	Corporation's Interest	Combined Total	Corporation's Interest
	\$	\$	\$	\$
Assets				
Cash.....	71,787	35,863	532,101	266,033
Short-term notes.....	240,000	120,000	90,000	45,000
Accounts and mortgages receivable.....	4,229,121	2,104,707	4,882,411	2,438,548
Manufactured goods.....	—	—	2,001,190	1,000,595
Housing units.....	3,844,582	1,922,291	570,472	285,236
Land.....	13,007,491	6,298,892	10,993,368	5,331,058
Property and equipment.....	437,202	217,197	952,908	475,943
	<u>21,830,183</u>	<u>10,698,950</u>	<u>20,022,450</u>	<u>9,842,413</u>
Liabilities				
Bank indebtedness.....	3,745,528	1,872,041	2,831,651	1,415,760
Accounts payable.....	2,489,729	1,237,346	2,965,102	1,480,567
Mortgages and notes payable..	5,681,297	2,840,363	4,645,503	2,322,547
Deferred income taxes.....	1,287,400	643,700	401,232	200,616
	<u>13,203,954</u>	<u>6,593,450</u>	<u>10,843,488</u>	<u>5,419,490</u>
Shareholders' advances				
Corporation's interest:				
Mortgage (note 6).....	2,704,739	1,352,369	3,289,739	1,644,869
Advances (note 6).....	2,538,438	1,266,687	821,455	409,318
Outside interest	2,586,047	1,293,050	3,338,573	1,669,286
	<u>7,829,224</u>	<u>3,912,106</u>	<u>7,449,767</u>	<u>3,723,473</u>
Shareholders' equity				
Capital stock (note 6).....	25,201	15,349	616,700	311,600
Retained earnings (note 6)...	771,804	178,045	1,112,495	387,850
	<u>797,005</u>	<u>193,394</u>	<u>1,729,195</u>	<u>699,450</u>
	<u>21,830,183</u>	<u>10,698,950</u>	<u>20,022,450</u>	<u>9,842,413</u>



To the Shareholders:

I am pleased to report our unaudited results for the six month period. Revenue reached \$18,508,000 as compared with \$22,543,000 for the same period in 1972. Net income after a provision for income taxes is \$1,316,000, or 21 cents per share compared to \$501,000 or 8 cents per share for the same period last year. Funds provided from operations per share were \$0.78, up from \$0.20 a year ago.

The housing market in southern Ontario continues to be very strong but there are signs of that market diminishing in the face of a significant increase in the price of land as a result of the unavailability of serviced lots in the area.

The Bramalea City Centre opened on schedule on March 28th, 1973, with virtually all of the 160 stores occupied and in operation. The Centre has contributed some earnings in the first half of the year and will show significant earnings in the latter half.

Bramalea Wescorp Developments Limited, based in Vancouver, has commenced two projects in that city totaling 120 units, and a further expansion of a project in Edmonton, Alberta, of 94 additional units. In Ottawa, our joint venture, Century Manor, has completed and substantially sold the first tower of that project, being 191 units, and has started construction on a second tower.

We anticipate that the Company will continue to move ahead strongly in the last half of the year and that the final results for the fiscal year ending November 30th, 1973, will show an improvement over the earnings achieved in the preceding year.



Arthur S. Armstrong
President

BRAMALEA CONSOLIDATED DEVELOPMENTS LIMITED and Subsidiaries

Consolidated Statement of Earnings

for the six months ended May 31, 1973
(unaudited)

	1973	1972
	(000's omitted)	\$
REVENUE		
Sales of land and houses	14,370	15,618
Industrial and commercial contracts (note 1)	—	3,756
Revenue-producing properties	3,128	1,835
Other	1,010	1,334
	<u>18,508</u>	<u>22,543</u>

EXPENSES		
Cost of land and houses	11,574	14,555
Industrial and commercial contracts (note 1)	—	3,499
Revenue-producing properties	2,920	1,623
Administrative and financial	1,320	1,417
Other	700	1,008
	<u>16,514</u>	<u>22,102</u>

EARNINGS FROM INVESTMENTS

	1,994	441
	<u>758</u>	<u>434</u>
	2,752	875

PROVISION FOR INCOME TAXES

(current and deferred)	1,434	416
------------------------	-------	-----

EARNINGS BEFORE MINORITY INTEREST

	1,318	459
--	-------	-----

MINORITY INTEREST

(2)	42	
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EARNINGS FOR THE PERIOD

(note 2)	1,316	501
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EARNINGS PER SHARE (note 3)

	\$.21	\$.08
--	--------	--------

NOTES:

1. Industrial and commercial building in the current period was centred on the Company's City Centre project. Other contracts had not reached substantial completion. A contract sale is considered complete only when actual cost exceeds 85% of total estimated cost.

2. The following are included in the above expenses —

Depreciation	\$ 380	\$ 264
Interest	<u>\$1,476</u>	<u>\$ 692</u>

3. Earnings and funds from operations per share are based on the weighted monthly average number of shares outstanding during each period.

Consolidated Statement of Source and Use of Funds

for the six months ended May 31, 1973
(unaudited)

	1973	1972
	(000's omitted)	\$
SOURCE OF FUNDS		
From Operations	1,316	501

Earnings for the period
Non-cash items — composed primarily of depreciation, deferred income taxes, land usage and mortgages receivable taken back on land sales

	3,648	762
Funds provided from operations	4,964	1,263
Repayment of mortgages receivable	2,091	1,940
Increase in mortgage financing—net	10,609	3,209

Increase in mortgages on housing units

	2,250	681
--	-------	-----

Share issues on exercise of warrants

	370	40
--	-----	----

Change in accounts payable and accounts receivable — net

	3,453	(812)
	<u>23,737</u>	<u>6,321</u>

USE OF FUNDS

Increase in land inventory

	7,128	2,258
--	-------	-------

Additions to revenue-producing properties

	9,323	4,185
--	-------	-------

Additions to housing units

	2,303	1,829
--	-------	-------

Increase (decrease) in investments

	3,112	(1,125)
--	-------	---------

Purchase (sale) of short-term notes

	158	(260)
--	-----	--------

Repayment of (additions to) bank financing

	405	(1,706)
--	-----	---------

Increase in prepaid and deferred charges

	1,308	1,140
	<u>23,737</u>	<u>6,321</u>

Funds provided from operations — per share (note 3)

	\$.78	\$.20
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Bramalea Consolidated Developments Limited

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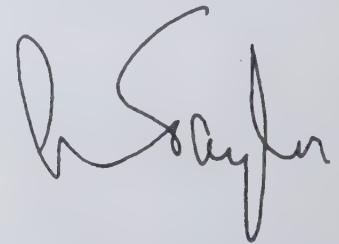




We'd like to
tell you something
about our
Company...

Just 16 years ago, Bramalea was no more than an idea. An idea conceived by men who believed that a city could be built that would contribute to better family living by combining the advantages of country and metropolitan living in a setting that afforded space for both a quiet residential community and a prosperous industrial complex. Today, Bramalea Consolidated Developments Limited, once engaged solely in this development, is a nationwide organization of great diversity, engaged in many facets of development, but still dedicated to the creation of planned communities.

This booklet has been prepared to provide a brief outline of our Company's many activities as they apply to the development of residential, commercial and industrial facilities. We think you may be interested in the Bramalea story because it indicates how imagination and enterprise can be harnessed to produce better living, working and recreational conditions for Canadians everywhere.



President





Bramalea Consolidated Developments Limited

...diversified
for
progress.

Bramalea Consolidated Developments Limited is the corporate name of our company, comprising four main divisions, ten subsidiaries, wholly or partially owned, and twelve associate companies, joint ventures and partnerships. Beginning with the creation of the "satellite city" of Bramalea, northwest of Toronto (now a well-established community of over 25,000 people and 75 industries—and still growing!), the Company expanded into widespread industrial and commercial developments, general contracting, land development on a national scale, the recreational field and some revolutionary new techniques of home construction.

The Company's activities extend over Canada, the United States and abroad. With assets of over \$80,000,000 Bramalea Consolidated Developments Limited has projects afoot for future developments in every field of community and human resources planning.

...first we built a city

As early as 1954 the idea of a completely self-contained "satellite city" had been conceived. Just five years later, the dream of Bramalea had become a reality. The development is located in the County of Peel, within the Township of Chinguacousy, 22 miles northwest of the Toronto City Hall.

From the start, Bramalea was a planned community, providing for all types of residential use, neighbourhood shopping areas, school and church sites, a city centre and a park system including major landscaping (from lawn areas to trees) recognized as a model for other developments. Bramalea is a live-in, work-in, play-in city combining the best of both rural and urban worlds. Bramalea homes are situated on winding crescents and boulevards; they feature spacious lots, sophisticated utilities and dependable services. This is an urban area without traffic congestion; crowding or pollution; a community with an abundance of social and recreational facilities with an industrial segment to provide self-sufficiency; a community with an intensely meaningful sense of identity.

Bramalea Industrial Park is the site of 75 flourishing industries, occupying over 6 million square feet of building space. Bramalea's retail market is 64% above the national average and its rate of growth stands at 265% per decade. The Bramalea City Centre now under construction and scheduled for opening (Phase 1) in late 1971, will include major department stores, supermarkets, restaurants, and movie theatres as well as nearly 100 other retail facilities. It is intended to be a lively exciting core of community activity in terms of both shopping and entertainment.

Bramalea City Centre is a dynamic, not a static, concept. It has been planned to encompass a future even more stimulating than its past, with unlimited possibilities for progressive development.

Included in future City Centre plans – a home for nearly 10,000 people in approximately 3,400 apartment suites, 1.2 million square feet of retail commercial space, 1 million square feet of office space and 350,000 square feet of hotel accommodation, together with a 22 acre

complex of municipal and other government offices.

The successful creation of a living, working, planned community provided the impetus for the expansion of Bramalea Consolidated Developments Limited, into even more diversified fields of accomplishment.

Over 25,000 people now enjoy life in Bramalea. The projected 1975 population . . . 50,000, which will make Bramalea the 16th largest community in Ontario.



Canada's first Suburban City





BRAMALEA RESIDENTIAL CONSTRUCTION DIVISION

The Residential Construction Division designs, builds and sells detached and semi-detached homes, townhouses and apartments tailored to a broad range of family requirements and budgets. The aim of the Division is to make available the widest possible variety of residences conforming to consistently high standards of construction. In all its activities, the Division works closely with federal, provincial and municipal housing authorities. It has built most of the 5,000 housing units in Bramalea and has been active in other areas around Metropolitan Toronto. Also, it is involved in building houses for the Ontario Housing Corporation under the Province of Ontario's Home Ownership Made Easy (H.O.M.E.) programme.

Our Company has been a pioneer in the sale of residential accommodation under Condominium legislation.

Architectural control has been exercised on a consistent basis for the purpose of protecting the overall residential value of the real property. The homes built by the Residential Construction Division in Bramalea have appreciated in value to a greater degree than any comparable housing within the Metropolitan Toronto area.

BRAMALEA MANAGEMENT CORPORATION LIMITED

This residential property management company is geared to provide management and maintenance services for the condominium and rental projects built by Bramalea and other companies.

...the
imaginative
approach to modern
housing

...creative
ideas for
land use



BRAMALEA LAND DEVELOPMENT DIVISION

The Land Development Division of the Company is responsible for the acquisition, planning and servicing of land, and for investigating the development possibilities of various parcels of land that the Company has under consideration. The Division's investigations include a thorough review of the servicing capabilities of the land, the potential market for the land, and the municipal climate of the area in which the land is situated.

It is this Division's responsibility to undertake the planning, engineering and final development of the lands for use by the residential, industrial and commercial properties divisions. It is also responsible for the negotiations with the departments in all levels of government to effect the most efficient development plans. The Division is currently engaged in land development and/or urban renewal projects in Eastern Canada. Responsibilities of this division also include grounds maintenance of all projects undertaken by the company.

The Division is responsible for land holdings held directly by the company or through joint ventures in Clarkson, Guelph, Pickering, Waterloo, Burlington, Bramalea, Toronto, and Markham.

BRAMALEA INDUSTRIAL DIVISION

The purpose of this Division is to provide the industrial climate that will attract progressive and future oriented industries and help them contribute as active corporate citizens of the community.

This involves implementing the following definition of an industrial park:

"An industrial park is a tract of land, the control and administration of which are vested in a single body, suitable for industrial use because of location, topography, proper zoning, availability of utilities and accessibility to transportation. The front yards and side yards adjacent to streets are to be landscaped in conformation to planning standards set for the park. All requirements are to be compatible with the community and surrounding land uses in accordance with a comprehensive plan to enable a group of industries to operate within it efficiently."

From the very beginning of Bramalea Industrial Park this policy has succeeded in attracting quality industries providing secure employment for many people and maintaining a healthy balanced assessment ratio providing a most favourable tax structure. World famous names such as Chrysler Airtemp, Dominion Glass, Northern Electric, B.F. Goodrich, Burlington Carpet Mills, Swifts, Ampex, Ford, etc. are hallmarks of our progress.

Despite our success in attracting new industries, the labour pool, skilled, semi, and unskilled is growing faster than present industry can absorb.

High speed full load arterial roads, Metro Toronto transportation rates, and Toronto International Airport only 10 minutes away are vital growth factors.

The Division also has the proven capability to provide new quality plant space fully engineered and designed to client's specification on lease, or on an ownership package basis at most competitive rates with creative financing.

The underlying corner stone of any community is its industrial base providing as it does a sense of place and prosperity.

...creating an environment conducive to efficient economic operations and long-term asset appreciation.



BRAMALEA COMMERCIAL PROPERTIES DIVISION

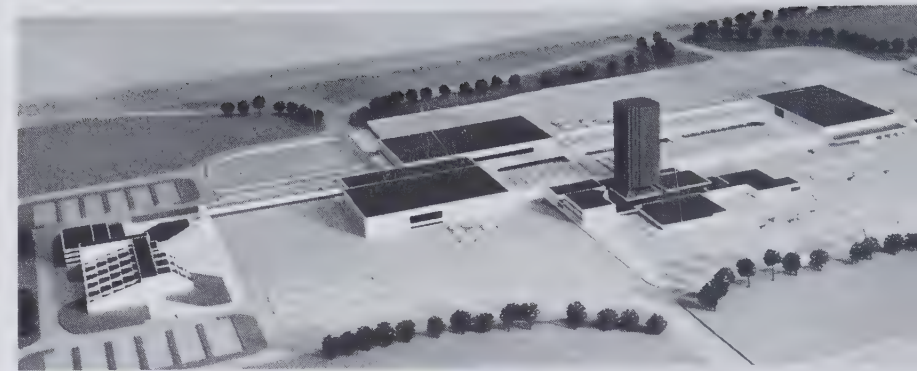
The function of the Bramalea Commercial Properties Division is to supply each community with shopping centres, hotels and other commercial facilities in accordance with the master plan for the most effective use of land. Along with residential and industrial development, it provides the third leg of the tripod on which the "live-in, work-in, play-in" concept rests.

One of the Division's most comprehensive projects has been the development of the Bramalea City Centre. Located at the geographical hub of the community, it will combine a 1.2 million square foot shopping centre, containing department stores, a wide range of specialized retail outlets, as well as health clubs, cinemas and other entertainment centres, with office, hotel, municipal, cultural and recreational facilities.

Following its inception as the developer of commercial property in Bramalea which apart from the City Centre includes the Avondale and Southgate neighbourhood centres, the Division has expanded into Ontario communities, including the Pen Centre in St. Catharines, Queenston Mall in Hamilton, Harwood Place in Ajax and Royal Orchard Shopping Centre in Markham.

Other projects are being undertaken in Scarborough, Welland and Niagara Falls.

Creating a climate in which commercial enterprises can flourish adds immeasurably to the total well-being and self-sufficiency of each community at a time when the traditional geographic separation of domestic and commercial life is becoming obsolete.



...providing
the amenities for
modern living



...partners
in nationwide
development

**BRAMALEA
TRANS-CANADA LIMITED**

The success of the Bramalea experiment in Ontario led to the formation of Bramalea Trans-Canada Limited, a wholly-owned subsidiary, carrying out developments throughout Canada by means of joint ventures and partnerships with established building and development companies. The formation of a joint venture to accomplish this purpose was effected in Vancouver, with W.K.P. Construction Limited, the joint venture operating as Dunhill Developments. In Edmonton, Bramalea Trans-Canada Limited joined with the Weber Brothers group of companies in Embassy/Bramalea. In Calgary the company operates with Delcon Management Limited as Heritage Developments. These joint ventures have been responsible for the construction and sale of more than five hundred homes.

Bramalea Trans-Canada Limited contributes financial, planning and marketing expertise which, together with the intimate knowledge and skills of the local partner, has proved to be an efficient and profitable combination.

...building
for a better
future



BRAMALEA GENERAL CONTRACTING (PEEL) LIMITED

Bramalea General Contracting (Peel) Limited, a 51%-owned subsidiary, is engaged in construction projects in the commercial, industrial, institutional and government fields. A member of the Toronto Construction Association and the Canadian Construction Association, the company has been awarded building contracts totalling more than \$36,000,000 in three years. Major contracts undertaken by Bramalea General Contracting (Peel) Limited have included the Chinguacousy Township Municipal Complex, the Administration Building for the North York Board of Education, the Canada Centre for Inland Waters, Etobicoke Senior Citizens Apartments, the Keele Public School and the Union Villa Senior Citizens Home in Markham, Ontario. Within the boundaries of Bramalea, the Company has erected buildings for Food City, Burlington Carpet Mills, the Liquor Control Board of Ontario, Brewers Warehousing and many others.

...the continued search
for better ways of
providing residential
accommodation

RESEARCH AND DEVELOPMENT

In order to provide the variety of dwelling types that is required by the North American market, Bramalea Consolidated Developments Limited has for some years been engaged in a research and development programme. This has included the study of European systems building techniques, and the problems of marrying North American technology to European and North American traditional building methods to speed construction, to lower the cost of housing and to provide more efficient residential accommodation.

In addition, a great deal of research has been undertaken to find ways to improve land use and environment through sophisticated community and architectural planning.

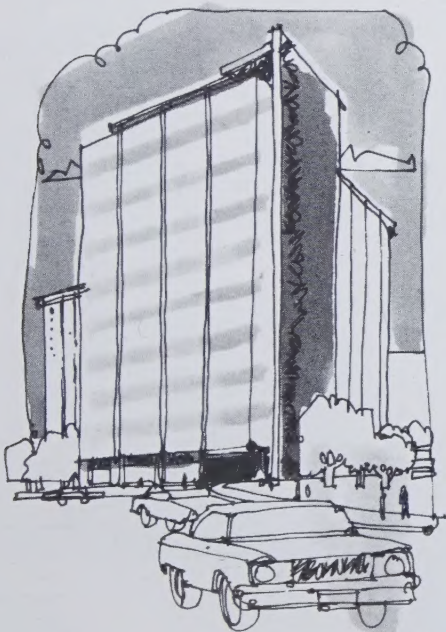
As a result of this research and development programme, the Company has developed a number of housing forms, particularly in the area of mid-rise family accommodation. It is the Company's belief that in an effort to find new and more efficient ways of utilizing land for residential accommodation it is necessary to design accommodation which will demand a higher density of land use whilst at the same time creating good family environment.

At the present time, the Company is constructing in Bramalea the first project using its deck housing dwelling form. This is a concept that produces elegant elevation forms together with practical solutions to problems relating to the automobile, maximizes land use to achieve lower cost and, at the same time, produces family accommodation in a more acceptable form than is available in the traditional high-rise apartment. Moreover, it was at the design stage, the first concept of its kind in North America.

BRAMALEA OFFICE BUILDINGS LIMITED

...taking its part in the urban development.

A wholly-owned subsidiary, this Company's first project is a 160,000 square foot prestige office building to be erected at the south east corner of Balliol and Yonge Streets in the City of Toronto. The close proximity of the subway, and the abundance of underground parking, coupled with the unusual design features and quality of the building will ensure continuing high occupancy level.



BRAMALEA OVERSEAS DEVELOPMENTS LIMITED

A wholly-owned subsidiary based in London, England, investigating development possibilities in London, England and throughout the continent of Europe. Its first project is an urban renewal development in the Highgate area of London.



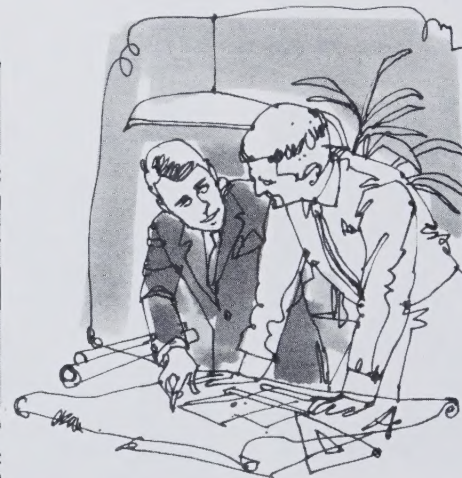
BRAMALEA REALTY LIMITED

This Company maintains a complete real estate facility to assist prospective buyers with a large selection of homes and mortgage plans. It actively sells new houses built by builders other than Bramalea Consolidated Developments Limited and acts as rental agent on houses and apartments for other owners.



KAISER-BRAMALEA CORPORATION

Kaiser Cement and Gypsum Corporation of Oakland, California and Bramalea Consolidated Developments Limited, each own 50% of this Company which was formed to carry out major land development and construction projects in the United States.



VILLAGE IN THE VALLEY LIMITED

A Company in which Bramalea Consolidated Developments Limited has a 50% interest and is the manager. This Company owns in excess of 700 acres of land in the area of the Town of Markham surrounding Unionville. This Company is developing these lands as a community that will blend with, and complement the existing surroundings of natural beauty and landmarks of early Canadiana that are of historical significance.



The people of Bramalea

Officers

John H. Taylor, Chairman of the Board
Alan F. B. Taylor, President and Chief Executive Officer
Arthur S. Armstrong, Executive Vice-President
Murray E. Hardisty, Senior Vice-President
Ernest K. Birrmann, Vice-President
Industrial Development Division
Raymond M. Coole, C.A., Treasurer
Reginald C. Winship, C.A., Comptroller
Stanley A. Podkowa, Secretary
Robert O. Love, Assistant Treasurer
Robert H. Taylor, Assistant Comptroller

Directors

Arthur S. Armstrong
E. Jacques Courtois Q.C.
Ross Dunn Q.C.
D. Mead Johnson
Robert H. Jones
Emerson M. Miller
Sir Brian Mountain Bt.
Alan F. B. Taylor
John H. Taylor
Raymond A. Taylor
James A. Thomson
The Rt. Hon. Lord Tweedsmuir, C.B.E., C.D., LL.D.

BRAMALEA CONSOLIDATED DEVELOPMENTS LIMITED

Executive Offices:

P.O. Box 257
Royal Trust Tower
Toronto-Dominion Centre
Toronto 111, Ontario

General Offices:

One, City Centre
Bramalea, Ontario

THE GENERAL, ADMINISTRATIVE AND ACCOUNTING OFFICES OF THE COMPANY ARE CENTRALIZED AND LOCATED IN BRAMALEA

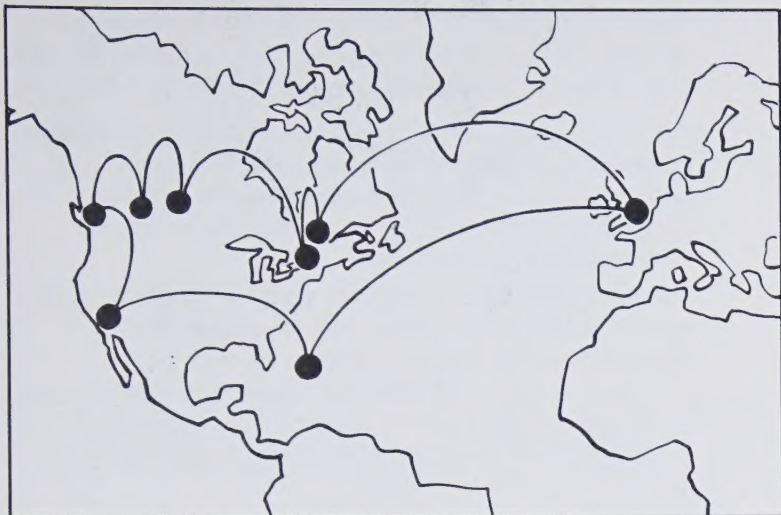
From this centre, the Company's various activities are co-ordinated and services such as legal, accounting, engineering, drafting and planning are provided for each of the operating divisions, associates, joint ventures and partnerships.

To this end the Company has recently implemented a computerized accounting system, which provides financial and operating control reports.

A "CALL - 360 TERMINAL" keyboard at Bramalea is linked with IBM's service bureau in Toronto providing the Company with current and long term cash forecast requirements.

To speed information flow, a network of Telex stations has been installed in 4 major Canadian operating areas, and facilities have been arranged on a time-sharing basis to service most other areas in which the Company has interests.





Bramalea Consolidated Developments Limited

B ...creating planned communities for tomorrow's way of life.